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quarterly period ended June 30, 2024 Â OR Â â˜ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Â Â For the transition period fromÂ Â Â Â Â Â Â Â Â Â toÂ Â Â Â Â Â Â Â Â Â Â Â Â Commission File Number: 001-40261 Â Soluna Holdings, Inc. (Exact name of registrant as specified in its charter) Â Â Â Nevada Â 14-1462255 State or other jurisdiction Â (I.R.S. Employer of incorporation or organization Â Identification No.) Â 325 Washington Avenue Extension, Albany, New York 12205 (Address of principal executive offices) (Zip Code) Â (516) 216-9257 (Registrantâ€™s telephone number, including area code) Â Securities registered pursuant to Section 12(b) of the Act: Â Title of each class Â Trading symbol(s) Â Name of each exchange on which registered Common Stock, par value $0.001 per share Â SLNH Â The Nasdaq Stock Market LLC 9.0% Series A Cumulative Perpetual Preferred Stock, par value $0.001 per share Â SLNHP Â The Nasdaq Stock Market LLC Â Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes â˜’ No â˜ Â Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). Yes â˜’ No â˜ Â Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act. Â Large accelerated filer â˜ Accelerated filer â˜ Non-accelerated filer â˜’ Smaller reporting company â˜’ Â Emerging growth company â˜ Â If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. â˜ Â If securities are registered pursuant to Section 12(b) of the Act, indicate by check mark whether the financial statements of the registrant included in the filing reflect the correction of an error to previously issued financial statements. â˜’ Â Indicate by check mark whether any of those error corrections are restatements that required a recovery analysis of incentive-based compensation received by any of the registrantâ€™s executive officers during the relevant recovery period pursuant to Â§240.10D-1(b). â˜ Â Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes â˜ No â˜’ Â As of August 9, 2024, the Registrant had 5,755,187 shares Â of common stock outstanding. Â Â Â Â Â Â Â SOLUNA HOLDINGS, INC. AND SUBSIDIARIES INDEX Â Glossary of Abbreviations and Acronyms Â Â Â Â PART I. FINANCIAL INFORMATION 4 Â Â Â Â Item 1. Financial Statements 4 Â Â Â Â Condensed Consolidated Balance Sheets As of June 30, 2024 (Unaudited) and December 31, 2023 4 Â Â Â Â Condensed Consolidated Statements of Operations (Unaudited) For the Three and Six Months Ended June 30, 2024 and 2023 5 Â Â Â Â Condensed

Consolidated Statements of Changes in Equity For the Year Ended December 31, 2023 and the Three and Six Months Ended June 30, 2024 (Unaudited) 6 Â Â Â Â Condensed Consolidated Statements of Cash Flows (Unaudited) For the Six Months Ended June 30, 2024 and 2023 7 Â Â Â Â Notes to Condensed Consolidated Financial Statements (Unaudited) 8 Â Â Â Â Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations 40 Â Â Â Â Item 3. Quantitative and Qualitative Disclosures About Market Risk 58 Â Â Â Â Â Item 4. Controls and Procedures 58 Â Â Â PART II. OTHER INFORMATION 60 Â Â Â Â Item 1. Legal Proceedings 60 Â Â Â Â Item 1A. Risk Factors 61 Â Â Â Â Item 2. Unregistered Sales of Equity Securities and Use of Proceeds 61 Â Â Â Â Item 3. Defaults Upon Senior Securities 61 Â Â Â Â Item 4. Mine Safety Disclosures 61 Â Â Â Â Item 5. Other Information 61 Â Â Â Â Item 6. Exhibits 62 Â Â Â Â SIGNATURES 63 Â 1 Â Â Glossary of Abbreviations and Acronyms for Selected References Â The following list defines various abbreviations and acronyms used throughout this report, including Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations, the Condensed Consolidated Financial Statements, the Condensed Notes to Consolidated Financial Statements and the Condensed Financial Statement Schedules. Â This glossary covers essential terms related to Bitcoin mining, high-performance computing, Artificial Intelligence (â€œAIâ€) and related fields, providing valuable context for readers of the Form10-Q. A number of cross-references to additional information included throughout this Quarterly Report on Form 10-Q are also utilized throughout this report, to assist readers seeking additional information related to a particular subject. Â 1. Artificial Intelligence (â€œAIâ€): The simulation of human intelligence processes by machines, especially computer systems. These processes include learning (the acquisition of information and rules for using the information), reasoning (using rules to reach approximate or definite conclusions), and self-correction. AI applications include expert systems, natural language processing, speech recognition, and machine vision. Â 2. Bitcoin: A decentralized digital currency created in 2009 by an unknown person or group of people using the name Satoshi Nakamoto. It operates on a peer-to-peer network, allowing direct transactions without intermediaries. Transactions are verified by network nodes through cryptography and recorded on a publicly distributed ledger called a blockchain. Â 3. Bitcoin Halving: An event occurring approximately every four years where the reward for mining new Bitcoin blocks is halved. This reduces the number of new Bitcoins generated by miners, impacting their profitability and potentially affecting Bitcoinâ€™s value. Itâ€™s part of Bitcoinâ€™s deflationary monetary policy, designed to control supply. Â 4. Bitcoin Mining: The process of adding new transactions to the Bitcoin blockchain. It involves solving complex cryptographic puzzles to discover a new block, rewarding miners with transaction fees and newly created Bitcoins. This process secures and verifies transactions on the network. Â 5. Curtailment (â€œCurtailedâ€ or â€œCurtailmentsâ€): In energy management, the reduction in electrical power supply by power plants to balance the grid or avoid excess generation. In Bitcoin mining or other computing activities, curtailment â€” pausing computing activities and related energy usage â€” can occur during peak demand periods or insufficient energy supply. Â 6. Data Center Colocation: A service where businesses can be provided with services and infrastructure such as electrical power and network connectivity for servers and other computing hardware at a third-party providerâ€™s data center. This arrangement allows for cost savings, better infrastructure, and enhanced security compared to private data centers. Â 7. Electric Reliability Council of Texas (â€œERCOTâ€): An independent system operator that manages the flow of electric power to more than 26 million Texas customers, representing about 90 percent of the stateâ€™s electric load. ERCOT schedules power on an electric grid that connects more than 46,500 miles of transmission lines and over 680 generation units. Â 8. Exahash (â€œEHâ€): A unit of computational power equal to one quintillion (10^18) hashes per second. It is used to measure the hashrate of the most powerful cryptocurrency mining equipment and the overall computational power of the Bitcoin network. Â 9. Generative AI: Artificial intelligence that can generate new content, such as text, images, or music, based on its training data. It learns from vast amounts of data to create outputs that mimic original human-generated content, often used in creative and analytical applications. Â 10. Gigawatt (â€œGWâ€): A unit of power equal to one billion watts. Often used to measure the capacity of large power plants or the power usage of large operations like data centers and industrial complexes. Â 11. Grid Demand Response Services: Services provided to support the basic services of generating and delivering electricity to the grid. They help maintain power quality, reliability, and efficiency. In the context of Bitcoin mining, the use of mining facilities to provide grid stabilization services is an emerging concept. Â 12. Hashprice: The revenue a miner earns for each unit of computational power (hash) over a specific period. It is influenced by factors such as the price of Bitcoin, network difficulty, and transaction fees. A higher hashprice means more profitability for miners. Â 13. Hashrate: The measure of computational power per second used in cryptocurrency mining. It indicates the number of hash function computations per second by a minerâ€™s hardware, with higher hashrates implying greater efficiency and network security. Â 2 Â Â 14. High Performance Computing (â€œHPCâ€): The use of supercomputers and parallel processing techniques for solving complex computational problems. HPC is used in fields such as scientific research, simulation, and large-scale data analysis. Â 15. Joules: A unit of energy in the International System of Units (SI). One joule is the energy transferred when one watt of power is exerted for one second. In Bitcoin mining, energy efficiency is often measured in joules per hash. Â 16. Large Language Models (LLMs): Advanced AI models designed to understand, generate, and respond to human language in a way that mimics human-like understanding. They are trained on vast datasets and can perform a variety of language-based tasks, such as translation, summarization, and question-answering. Â 17. Machine Learning: A subset of artificial intelligence involving the creation of algorithms that can learn and make decisions or predictions based on data. It enables computers to improve their performance on a specific task with experience and data, without being explicitly programmed. Â 18. Megawatts (â€œMWâ€): A unit of power measurement equivalent to one million watts. Used to measure the electrical power consumption of large operations like data centers and Bitcoin mining rigs. Â 19. Mining Pool: A group of cryptocurrency miners who combine their computational resources over a network to increase their chances of finding a block and receiving rewards. The rewards are then divided among the pool participants, proportional to the amount of hashing power each contributed. Â 20. Petahash (â€œPHâ€): A unit of computational power equal to one quadrillion (10^15) hashes per second. It is used to measure the hashrate of extremely powerful cryptocurrency mining equipment. Â 21. Power Usage Effectiveness (â€œPUEâ€): A ratio that describes how efficiently a computer data center uses energy; specifically, how much energy is used by the computing equipment (in contrast to cooling and other overhead that supports the equipment). Â 22. Terahash (â€œTHâ€): A unit of computational power equal to one trillion (10^12) hashes per second. Itâ€™s a common measure of the performance of cryptocurrency mining hardware, with higher terahash rates indicating more powerful equipment. Â 3 Â Â PART I. FINANCIAL INFORMATION Â Item 1. Financial Statements Â Soluna Holdings, Inc. and Subsidiaries Condensed Consolidated Balance Sheets As of June 30, 2024 (Unaudited) and December 31, 2023 Â Â Â June 30,Â Â December 31,Â (Dollars in thousands, except per share)Â 2024Â Â 2023Â AssetsÂ Â Â Â Â Â Â Current Assets:Â Â Â Â Â Â CashÂ $9,558Â Â $6,368Â Restricted cashÂ Â 1,951Â Â Â 2,999Â Accounts receivable, net (allowance for expected credit losses $244 and $0 as of June 30, 2024 and December 31, 2023)Â Â 3,434Â Â Â 2,948Â Notes receivableÂ Â 48Â Â Â 446Â Prepaid expenses and other current assetsÂ Â 12,461Â Â Â 1,416Â Equipment held for saleÂ Â 28Â Â Â 107Â Total Current AssetsÂ Â 27,480Â Â Â 14,284Â Restricted cash, noncurrentÂ Â 1,000Â Â Â 1,000Â Other assetsÂ Â 2,946Â Â Â 2,954Â Deposits and credits on equipmentÂ Â 3,124Â Â Â 1,028Â Property, plant and equipment, netÂ Â 41,472Â Â Â 44,572Â Intangible assets, netÂ Â 22,328Â Â Â 27,007Â Operating lease right-of-use assetsÂ Â 325Â Â Â 431Â Total AssetsÂ $98,675Â Â $91,276Â Â Â Â Â Â Â Â Liabilities and Stockholdersâ€™ EquityÂ Â Â Â Â Â Â Current Liabilities:Â Â Â Â Â Â Accounts payableÂ $2,452Â Â $2,099Â Accrued liabilitiesÂ Â 6,286Â Â Â 4,906Â Convertible notes payableÂ Â 7,851Â Â Â 8,474Â Current portion of debtÂ Â 13,008Â Â Â 10,864Â Income tax payableÂ Â 65Â Â Â 24Â Warrant liabilityÂ Â 314Â Â Â -Â Customer deposits-currentÂ Â 2,391Â Â Â 1,588Â Operating lease liabilityÂ Â 159Â Â Â 220Â Total Current LiabilitiesÂ Â 32,526Â Â Â 28,175Â Â Â Â Â Â Â Â Other liabilitiesÂ Â 499Â Â Â 499Â Customer deposits- long-termÂ Â -Â Â Â 1,248Â Long-term debtÂ Â 9,028Â Â Â -Â Operating lease liabilityÂ Â 169Â Â Â 216Â Deferred tax liability, netÂ Â 6,520Â Â Â 7,779Â Total LiabilitiesÂ Â 48,742Â Â Â 37,917Â Â Â Â Â Â Â Commitments and Contingencies (Note 10)Â Â -Â Â Â Â -Â Â Â Â Â Â Â Â Â Â Stockholdersâ€™ Equity:Â Â Â Â Â Â Â 9.0% Series A Cumulative Perpetual Preferred Stock, par value $0.001 per share, $25.00 liquidation preference; authorized 6,040,000; 4,953,545 and 3,061,245 shares issued and outstanding as of June 30, 2024 and December 31, 2023Â Â 5Â Â Â 3Â Series B Preferred Stock, par value $0.0001 per share, authorized 187,500; 62,500 shares issued and outstanding as of June 30, 2024 and December 31, 2023Â Â â€”Â Â Â â€”Â Preferred stock, valueÂ Â -Â Â Â Â -Â Â Common stock, par value $0.001 per share, authorized 75,000,000; 5,272,845 shares issued and 5,232,104 shares outstanding as of June 30, 2024 and 2,546,361 shares issued and 2,505,620 shares outstanding as of December 31, 2023Â Â 5Â Â Â 3Â Additional paid-in capitalÂ Â 305,250Â Â Â 291,276Â Accumulated deficitÂ Â (267,097)Â Â (250,970) Common stock in treasury, at cost, 40,741 shares at June 30, 2024 and December 31, 2023Â Â (13,798)Â Â (13,798) Total Soluna Holdings, Inc. Stockholdersâ€™ EquityÂ Â 24,365Â Â Â 26,514Â Non-Controlling InterestÂ Â 25,568Â Â Â 26,845Â Total Stockholdersâ€™ EquityÂ Â 49,933Â Â Â 53,359Â Total Liabilities and Stockholdersâ€™ EquityÂ $98,675Â Â $91,276Â Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements. Â 4 Â Â Soluna Holdings, Inc. and Subsidiaries Condensed Consolidated Statements of Operations (Unaudited) For the Three and Six Months Ended June 30, 2024 and 2023 Â (Dollars in thousands, except per share)Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Three Months EndedÂ Â Six Months EndedÂ Â June 30,Â Â June 30,Â (Dollars in thousands, except per share)Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Â Â Â Â Â Â Â Cryptocurrency mining revenueÂ $4,484Â Â $915Â Â $10,880Â Â $3,711Â Data hosting revenueÂ Â 4,898Â Â Â 1,153Â Â Â 10,176Â Â Â 1,439Â Demand response service revenueÂ Â 293Â Â Â -Â Â Â 1,168Â Â Â -Â Total revenueÂ Â 9,675Â Â Â 2,068Â Â Â 22,224Â Â Â 5,150Â Operating costs:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Cost of cryptocurrency mining revenue, exclusive of depreciationÂ Â 1,883Â Â Â 1,160Â Â Â 3,724Â Â Â 3,410Â Cost of data hosting revenue, exclusive of depreciationÂ Â 2,176Â Â Â 759Â Â Â 4,427Â Â Â 1,031Â Costs of revenue- depreciationÂ Â 1,506Â Â Â 539Â Â Â 3,029Â Â Â 1,164Â Total costs of revenueÂ Â 1,506Â Â Â 539Â Â Â 3,029Â Â Â 1,164Â Total costs of revenueÂ Â 5,565Â Â Â 2,458Â Â Â 11,180Â Â Â 5,605Â Operating expenses:Â Â Â Â Â Â Â Â Â Â Â Â Â Â General and administrative expenses, exclusive of depreciation and amortizationÂ Â 5,382Â Â Â 4,136Â Â Â 9,378Â Â Â 8,496Â Depreciation and amortization associated with general and administrative expensesÂ Â 2,403Â Â Â 2,379Â Â Â 4,805Â Â Â 4,756Â Total general and administrative expensesÂ Â 7,785Â Â Â 6,515Â Â Â 14,183Â Â Â 13,252Â Impairment on fixed assetsÂ Â -Â Â Â 169Â Â Â 130Â Â Â 377Â Operating lossÂ Â (3,675)Â Â (7,074)Â Â (3,269)Â Â (14,084) Interest expenseÂ Â (449)Â Â (486)Â Â (873)Â Â (1,861) Loss on debt extinguishment and revaluation, netÂ Â (5,600)Â Â (2,054)Â Â (8,698)Â Â (1,581) (Loss) gain on sale of fixed assetsÂ Â (21)Â Â 48Â Â Â (21)Â Â (30) Other expense, netÂ Â (49)Â Â (238)Â Â (25)Â Â (226) Loss before income taxesÂ Â (9,794)Â Â (9,804)Â Â (12,886)Â Â (17,782) Income tax benefitÂ Â 649Â Â Â 547Â Â Â 1,197Â Â Â 1,093Â Net lossÂ Â (9,145)Â Â (9,257)Â Â (11,689)Â Â (16,689) (Less) Net income (loss) attributable to non-controlling interestÂ Â 1,728Â Â Â (482)Â Â 4,438Â Â Â (852) Net loss attributable to Soluna Holdings, Inc.Â Â $(10,873)Â Â $(8,775)Â Â $(16,127)Â Â $(15,837) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Basic and Diluted loss per common share (1):Â Â Â Â Â Â Â Â Â Â Â Â Â Â Basic & Diluted loss per shareÂ Â $(2.97)Â Â $(9.54)Â Â $(5.68)Â Â $(19.74) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Weighted average shares outstanding (Basic and Diluted)Â Â 4,563,696Â Â Â 1,126,091Â Â Â 3,683,558Â Â Â 996,228Â Â (1) Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for-25 that became effective October 13, 2023. See Note 2, â€œBasis of Presentation,â€ for details. Â The accompanying notes are an integral part of these unaudited condensed consolidated financial statements. Â 5 Â Â Soluna Holdings, Inc. and Subsidiaries Condensed Consolidated Statements of Changes in Equity For the Year Ended December 31, 2023 And the Three and Six Months Ended June 30, 2024 (Unaudited) Â (Dollars in thousands, except per share) Â Â Â Series A SharesÂ Â AmountÂ Â Series B SharesÂ Â AmountÂ Â Shares (1)Â Â Amount (1)Â Â Paid-in Capital (1)Â Â Accumulated DeficitÂ Â Shares (1)Â Â AmountÂ Â Controlling InterestÂ Â StockholdersÂ Â Equity Â Â Â Preferred StockÂ Â Common StockÂ Â AdditionalÂ Â Â Â Â Treasury StockÂ Â Non-Â Â TotalÂ Â Â Series A SharesÂ Â AmountÂ Â Series B SharesÂ Â AmountÂ Â Shares (1)Â Â Amount (1)Â Â Paid-in Capital (1)Â Â Accumulated DeficitÂ Â Shares (1)Â Â AmountÂ Â Controlling InterestÂ Â Stockholdersâ€™ EquityÂ January 1, 2023Â Â 3,061,245Â Â $3Â Â Â Â Â Â Â Â Â Â Â Â Â Â 62,500Â Â $â€”Â Â Â 788,578Â Â $1Â Â $Â Â Â Â Â 277,429Â Â $(221,769)Â Â 40,741Â Â Â $(13,798)Â Â 4,406Â Â Â $46,272Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net lossÂ Â â€”Â Â Â â€”Â Â â€”Â Â â€”Â Â â€”Â Â â€”Â Â â€”Â Â â€”Â Â (7,062)Â Â â€”Â Â â€”Â Â (370)Â Â (7,432) Â Â Â Â Â Â Â Â Â Â Â Â Â Â

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NYDIGâ€™s motion to dismiss on April 27, 2023. The court heard oral arguments on May 16, 2023. On June 22, 2023, the court issued an order granting NYDIGâ€™s motion to dismiss, on the basis that the case was not ripe for decision, without prejudice. SCI intends to continue to vigorously defend any allegations regarding liability on account of NYDIG Defendantsâ€™ debts and liabilities to NYDIG under their loan documents and intends to refile a declaratory judgment complaint against NYDIG. As of June 30, 2024, the Borrower has an outstanding principal balance of approximately $9.2 million and accrued interest and penalties of approximately $1.5 million. See Note 10 for further information in relation to the NYDIG litigation matter. Â The ability to continue as a going concern is dependent upon the Company generating profitable operations in the future and/or obtaining the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. In the near term, management is evaluating and implementing different strategies to obtain financing to fund the Companyâ€™s expenses and growth to achieve a level of revenue adequate to support the Companyâ€™s current cost structure. Financing strategies may include, but are not limited to, stock issuances, project level equity, debt borrowings, partnerships and/or collaborations. If the Company is unable to meet its financial obligations, it could be forced to restructure or refinance, seek additional equity capital or sell its assets. The Company might then be unable to obtain such financing or capital or sell its assets on satisfactory terms. There can be no assurance that additional financing will be available to the Company when needed or, if available, that it can be obtained on commercially reasonable terms. If the Company is not able to obtain the additional financing on a timely basis, if and when it is needed, it will be forced to delay or scale down some or all of its development activities or perhaps even cease the operation of its business. Â In addition to the Companyâ€™s cash on hand for available use of approximately $9.6 million as of June 30, 2024, the Company will need additional capital raising activities, to meet its capital expenditure needs for its current pipeline and other operational needs. The Company in fiscal year 2024 will continue to look to evaluate different strategies to obtain financing to fund operations. However, management cannot provide any assurances that the Company will be successful in accomplishing additional financing or any of its other plans. These financial statements do not include any adjustments related to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern. Â 2. Basis of Presentation Â In the opinion of management, the Companyâ€™s condensed consolidated financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the results for the periods presented in accordance with United States of Americaâ€™s Generally Accepted Accounting Principles (â€œU.S. GAAPâ€). The results of operations for the interim periods presented are not necessarily indicative of results for the full year. Â Certain information and footnote disclosures normally included in the annual consolidated financial statements prepared in accordance with U.S. GAAP have been condensed or omitted. These unaudited condensed consolidated financial statements should be read in conjunction with the Companyâ€™s audited consolidated financial statements and notes thereto included in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023 (â€œthe Annual Reportâ€). Â The information presented in the accompanying condensed consolidated balance sheet as of December 31, 2023 has been derived from the Companyâ€™s audited consolidated financial statements. All other information has been derived from the Companyâ€™s unaudited condensed consolidated financial statements for the three and six months ended June 30, 2024 and June 30, 2023. Â Principles of Consolidation Â The condensed consolidated financial statements include the accounts of the Company and its subsidiaries, including the Companyâ€™s variable interest entities disclosed in Note 15. All intercompany balances and transactions are eliminated in consolidation. Â 9 Â Â Reverse Stock Split Â On October 11, 2023, the Company filed a Certificate of Change (the â€œCertificate of Changeâ€) effecting a reverse stock split as of 5:00 p.m. Eastern Standard Time on October 13, 2023 with a ratio of 1-for-25 (the â€œReverse Splitâ€). The Companyâ€™s common stock began trading on a post-split basis under the Companyâ€™s existing trading symbol, â€œSLNH,â€ when the market opened on October 16, 2023. The reverse stock split was approved by the Board of Directors and by shareholders at the annual meeting of the stockholders on June 29, 2023. At the effective time, every 25 issued and outstanding shares of the Company common stock was converted automatically into one share of the Companyâ€™s common stock without any change in the par value per share. The Reverse Split did not change the number of shares of common stock authorized for issuance. No fractional shares were outstanding following the Reverse Split. Any holder who would have received a fractional share of common stock was automatically entitled to receive an additional fraction of a share of common stock to round up to the next whole share. Â The primary goal of the Reverse Stock Split was to increase the per share price of the Common Stock in order to meet the minimum per share price requirement of $1.00 for continued listing on the Nasdaq. On October 30, 2023, the Company received a notice of compliance from NASDAQ. Â In addition, effective as of the same time as the Reverse Split, proportionate adjustments were made to all then-outstanding equity awards, warrants and convertible securities with respect to the number of shares of common stock subject to such award or security and the exercise or conversion price thereof. Furthermore, the number of shares of common stock available for issuance under the Companyâ€™s equity incentive plans has been proportionately adjusted for the Reverse Split ratio, such that fewer shares will be subject to such plans. Furthermore, proportionate adjustments were made to the conversion factor at which the Companyâ€™s Series B Preferred Stock, par value $0.0001 per share (the â€œSeries B Preferred Stockâ€), may be converted to Common Stock. The total number of shares of Series B Preferred Stock of the Company authorized for issuance remained at 187,500. Â The effects of the Reverse Stock Split have been reflected in these financial statements and the accompanying footnotes for all periods presented, which includes adjusting the description of any activity that may have been transacted on a pre-Reverse Stock Split basis. Â Cash and Cash Equivalents Â Cash and cash equivalents consist of cash and highly liquid short-term investments with original maturities of less than three months. Â Restricted Cash Â Restricted cash relates to cash that is legally restricted as to withdrawal and usage or is being held for a specific purpose and thus not available to the Company for immediate or general business use. As of June 30, 2024, the Company had restricted cash of approximately $3.0 million, in which $2.0 million was classified as current and $1.0 million was classified as non-current. As of December 31, 2023, the Company had restricted cash of approximately $4.0 million, in which $3.0 million was classified as current and $1.0 million was classified as non-current. The balance in restricted cash relates to funds held in escrow accounts due to sales of equipment that were executed, in which the Company can release to the convertible noteholders only if they request their share of funds. If no funds are distributed to the convertible noteholders from the escrow account by January 24, 2025, the funds may be used for general purposes for the Company. In addition, there was a restricted deposit held with a customer that was for less than 12 months. The Company has a long-term restricted cash balance in relation to a collateralized deposit. Â Deposits and Credits on equipment Â As of June 30, 2024 and December 31, 2023, the Company had approximately $3.1 million and $1.0 million, respectively, in deposits and credits on equipment that had not yet been received by the Company. Once the Company receives such equipment in the subsequent period, the Company will reclassify such balance into Property, Plant, and Equipment. Included in these balances is a credit on equipment of $975 thousand which is restricted to be used on future purchases by September 1, 2024 (â€œexpiration dateâ€). The Company notes that if an order is not executed by the expiration date, the credit would be forfeited. The Company intends to utilize the full credit balance for future orders prior to the expiration date. Â Warrant Liability Â Under the guidance in ASC 815, Derivatives and Hedging (ASC 815), certain Company warrants associated with the Fourth Amendment on February 28, 2024 did not meet the criteria for equity treatment, due to being subject to shareholder approval. As such, the warrants were recorded on the balance sheet at fair value. This valuation was subject to re-measurement at each balance sheet date. With each re-measurement, the warrant valuation was adjusted to fair value, with the change in fair value recognized in the Companyâ€™s condensed consolidated statement of operations. On May 30, 2024, shareholder approval was obtained removing the cap containment provision, and as such, the liability accounting treatment was no longer required. Since all other criteria were met to be treated as an equity, the Company adjusted the warrant liability as of the date of shareholder approval and reclassified balance to equity. As such, the Company accounted for the change in the fair value of the warrant liability as of the date of the shareholder approval (May 30, 2024). Â 10 Â Â As discussed in Footnote 8, on June 20, 2024, Soluna AL Cloudco, LLC (the â€œCompanyâ€), a subsidiary of Soluna Cloud, Inc (â€œCloudâ€), entered into a Promissory Note Agreement of $12.5 million with an accredited investor. In consideration of entering into the promissory note, Cloud provided warrants to the accredited investor. Since the warrants were determined to not be indexed to the Companyâ€™s own stock under ASC 815-40-15, and since the warrants to be delivered upon exercise are not readily convertible to cash, they do not meet the net settlement criteria within ASC 815-10-15-83. While Soluna Holdings, Inc is publicly traded, the shares provided are specific to Soluna Cloud, Inc, which is a subsidiary of Soluna Holdings, Inc. The shares of Soluna Cloud, Inc are not publicly traded and therefore the common stock underlying the warrant is not readily convertible to cash. Further evaluation of the Warrants under ASC 815-10 was required to determine if the Warrants meet the definition of a derivative. Since the warrants do not meet the definition of a derivative instrument, the warrants are classified as a liability that are required to be adjusted to fair market value. Â Reclassification Â Certain prior year amounts have been reclassified for consistency with the current year presentation. These reclassifications had no effect on the reported results of operations or net assets. Â Correction of an Error Â While preparing the Companyâ€™s Form 10-K for the year ended December 31, 2023, the Company identified the following errors related to the presentation of basic and diluted Earnings Per Share (â€œEPSâ€) in its historical filing for the year ended December 31, 2022, and for the quarters ended March 31, 2023, June 30, 2023, and September 30, 2023: Â Â â— Inclusion of the net income/loss from noncontrolling interest in the numerator; Â â— Inclusion of the cumulative undeclared preferred dividends in the numerator; Â â— Exclusion of shares issued for little or no cash consideration (ie: penny warrants) in the denominator. Â In accordance with SEC Staff Accounting Bulletin No. 99, â€œMateriality,â€ and SEC Staff Accounting Bulletin No. 108, â€œConsidering the Effects of Prior Year Misstatements when Quantifying Misstatements in Current Year Financial Statements;â€ the Company evaluated the errors and has determined that the related impacts were not material to any prior annual or 10-Q report, but that correcting the cumulative impact of such errors would be significant to our EPS for the year ended December 31, 2023. Accordingly, the Company has corrected such immaterial errors by adjusting its December 31, 2022 consolidated statement of operations related to the calculation of earnings per share. The Company also corrected previously reported interim financial information for such immaterial errors in future filings, as applicable. The following summarizes the effect of the revision on each financial statement line item. Â The following analysis provides a comparison amongst the basic and diluted EPS as reported on the Form 10-Q for the quarters ended June 30, 2023, and September 30, 2023, and the final revised basic and diluted EPS calculation to correct all identified errors: Â Schedule of Error Corrections of Basic and Diluted EPS Â Â For the three months ended June 30, 2023Â Â For the six months ended June 30, 2023Â Â Â (1) As ReportedÂ Â As RevisedÂ Â ChangeÂ Â (1) As ReportedÂ Â As RevisedÂ Â ChangeÂ Basic and Diluted net loss per shareÂ $(8.44)Â $(9.54)Â $(1.10)Â $(17.14)Â $(19.74)Â $(2.60) Â (1) Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for- 25 that became effective October 13, 2023. See Note 2, â€œBasis of Presentation,â€ for details. Â Â Â For the three months ended September 30, 2023Â Â For the nine months ended September 30, 2023Â Â Â Â As ReportedÂ Â As RevisedÂ Â ChangeÂ Â As ReportedÂ Â As RevisedÂ Â ChangeÂ Basic and Diluted net loss per shareÂ $(4.40)Â $(5.96)Â $(1.56)Â $(20.11)Â $(24.16)Â $(4.05) Â 11 Â Â 3. Accounts Receivable, net Â Accounts receivables consist of the following at: Â Schedule of Accounts Receivable (Dollars in thousands)Â June 30, 2024Â Â December 31, 2023Â Data hostingÂ $1,892Â Â $2,456Â Related party receivableÂ Â 8Â Â Â 8Â Demand response service receivableÂ Â 1,436Â Â Â 268Â Proprietary mining Coinbase receivableÂ Â 98Â Â Â 216Â OtherÂ Â 244Â Â Â -Â Accounts receivables, grossÂ Â 244Â Â Â -Â Allowance for expected credit lossesÂ Â (244)Â Â -Â TotalÂ $3,434Â Â $2,948Â Accounts receivables, netÂ $3,434Â Â $2,948Â Â The Companyâ€™s allowance for expected credit loss was $244 as of June 30, 2024 and $0 as of December 31, 2023. In the three months ended June 30, 2024, one of the Companyâ€™s borrower from a note receivable was having financial difficulty and securing financing, as such the Company fully reserved the note balance and incurred a provision on credit loss of approximately $244 thousand. Â 4. Property, Plant and Equipment Â Property, plant and equipment consist of the following at: Â Schedule of Plant And Equipment (Dollars in thousands)Â June 30, 2024Â Â December 31, 2023Â Land and land improvementsÂ $1,553Â Â $1,538Â Buildings and leasehold improvementsÂ Â 25,361Â Â Â 25,369Â Computers and related softwareÂ Â 11,456Â Â Â 11,764Â Machinery and equipmentÂ Â 9,104Â Â Â 9,054Â Office furniture and fixturesÂ Â 35Â Â Â 28Â Construction in progressÂ Â 817Â Â Â 1,111Â Property, plant and equipment, grossÂ Â 48,326Â Â Â 48,864Â Less: Accumulated depreciationÂ Â (6,854)Â Â (4,292) Property, plant and equipment, netÂ $41,472Â Â $44,572Â Â Depreciation expense was approximately $1.5 million and $547 thousand for the three months ended June 30, 2024 and 2023, respectively. Depreciation expense was approximately $3.1 million and $1.2 million for the six months ended June 30, 2024 and 2023, respectively Â The Company had a loss on sale of equipment of approximately $21 thousand for both the three and six months ended June 30, 2024, in which related to equipment held for sale and in storage. The Company received proceeds on the sale of equipment $145 thousand for the three months ended June 30, 2024, in which the net book value was approximately $166 thousand. The Company received proceeds on the sale of equipment of approximately $215 thousand for the six months ended June 30, 2024, in which the net book value was approximately $236 thousand. Â The Company has a gain on sale of equipment of approximately $48 thousand for the three months ended June 30, 2023 and a loss on sale of equipment of approximately $31 thousand for the six months ended June 30, 2023. In January 2023, the Company sold M20 and M21 miners for a loss on sale of equipment of approximately $82 thousand in which the Company received proceeds of $213 thousand for our M20 and M21 miners which were previously reported as held for sale as of December 31, 2022, in which had a net book value of $295 thousand. There were additional proceeds of $36 thousand in March 2023, in which resulted in a gain of approximately $3 thousand of scrap and other equipment. This was offset with a gain on sale of approximately $48 thousand in relation to the sale of M30 miners in May and June of 2023, which the Company sold the miners for a higher value than the current net book value. The Company received proceeds of approximately $561 thousand in which the miners had a net book value of approximately $513 thousand. In addition, the Company sold Switchgear and M31 miners for cash proceeds of approximately $476 thousand in which no gain or loss was recognized as the switchgear and miners were sold at net book value. Â There were no impairment charges for the three months ended June 30, 2024. During the six months ended June 30, 2024, the Company had impairment charges of approximately $130 thousand. This charge related to the sale of S19 miners that occurred in April 2024, whereas the Company wrote down the net book value of the miners to the subsequent sales price. The Company had impairment charges of approximately $169 thousand for the three months ended June 30, 2023 due to revaluing the S19 miners to the current market conditions. During the six months ended June 30, 2023, the Company had impairment charges of approximately $377 thousand in which related to impairment of approximately $165 thousand for power supply units (PSUs) at the Sophie location and $43 thousand for M31 miners in which were subsequently sold in April 2023, in which the Company wrote down the net book value to subsequent sale price. Â 12 Â Â Equipment held for sale Â In April 2023, Project Sophie entered into a 25 MW hosting contract with a sustainability-focused Bitcoin miner, which shifted the Companyâ€™s business model at Project Sophie from proprietary mining to hosting Bitcoin miners for the customer. The Company sold all but approximately $107 thousand of the Project Sophie miners during 2023 and, for the six months ended, June 30, 2024, the Company has sold all remaining Sophie assets held for sale for approximately $82 thousand. In March 2024, Project Dorothy 1B began to look to sell certain miners due to interest from third parties and sold $133 thousand of miners that were included as equipment held for sale as of March 31, 2024, therefore there is no remaining balance related to Dorothy 1B as of June 30, 2024. A balance of approximately $28 thousand in remaining outstanding as of June 30, 2024 related to Marie assets. Â 5. Asset Acquisition Â As discussed above, on October 29, 2021, we completed the Soluna Callisto acquisition pursuant to an Agreement and Plan of Merger dated as of August 11, 2021, by and among the Company, SCI and Soluna Callisto (the â€œMerger Agreementâ€). The purpose of the transaction was for SCI to acquire substantially all of the assets (other than those assets physically located in Morocco) formerly held by HEL, which assets consisted of Soluna Callistoâ€™s existing pipeline of certain cryptocurrency mining projects that HEL previously transferred to Soluna Callisto and to provide SCI with the opportunity to directly employ or retain the services of four individuals whose services it had retained through HEL prior to the merger. As a result of the merger, each share of common stock of Soluna Callisto issued and outstanding immediately prior to the effective time of the merger, other than shares owned by the Company or any of our subsidiaries, was canceled and converted into the right to receive a proportionate share of up to 118,800 shares (the â€œMerger Sharesâ€) of the Companyâ€™s common stock payable upon the achievement of certain milestones within five years after the effective date in the merger, as set forth in the merger agreement and the schedules thereto (the â€œMerger Considerationâ€). See Note 11 for further information regarding our relationship with HEL. Â The acquisition was accounted for, for purposes of U.S. GAAP, using the asset acquisition method of accounting under the ASC 805-50. We determined that we acquired in the acquisition a group of similar identifiable assets (primarily, the â€œstrategic pipeline contractâ€ of certain cryptocurrency mining projects), which it classified as an intangible asset for accounting purposes. As a result, our acquisition of the set of assets and activities constituted an asset acquisition, as opposed to a business acquisition, under ASC 805. ASC 805-50 provides that assets acquired in an asset acquisition are measured based on the costs of the acquisition, which is the consideration that the acquirer transfers to the seller and includes direct transaction costs related to the acquisition. We include Soluna Callistoâ€™s results of operations in our results of operations beginning on the effective date of the acquisition. Â Merger Consideration Â The fair value of the Merger Consideration includes various assumptions, including those related to the allocation of the estimated value of the maximum number of Merger Shares (118,800) issuable as Merger Consideration, which issuance is

contingent on the achievement of certain milestones of generating active Megawatts from Qualified Projects in which the Cost Requirement is satisfied within five years after the effective date of the merger, as set forth in the Merger Agreement and the schedules thereto, as set forth below. The Merger Consideration and the timing of the payment thereof is subject to the following qualifications and limitations: Â Â 1a) Upon the Company achieving each one active MegaWatts (â€œActive MWsâ€) from the projects in which the cost requirement is satisfied, this will cause SHI to issue to HEL 792 shares for each one MW up to a maximum 150 Active MW. Â Â i. If, on or before June 30, 2022, SCI or Soluna Callisto directly or indirectly achieves at least 50 active MWs from one or more of three current projects as set forth in the Merger Agreement that satisfy the Cost Requirement as defined within the Merger Agreement, then the Merger Shares will be issued at an accelerated rate of 1,188 Merger Shares for each of such first 50 Active MW, such that the Merger Shares in respect of the remaining 100 Active MWs (if any) will be issued at a reduced rate of 594 Merger Shares per Active MW (see below for extension and issuance of a proportion of shares); Â Â Â Â ii. If, by June 30, 2023, SCI or Soluna Calisto fail to achieve directly or indirectly (other than pursuant to a Portfolio Acquisition) at least 50 Active MW from Projects that satisfy the Cost Requirement, then the maximum aggregate number of Merger Shares shall be reduced from 118,800 to 59,400 (see below for extension and issuance of a proportion of shares); Â Â Â Â Â iii. No Merger Shares will be issued to HEL without the Companyâ€™s prior written consent; Â Â Â Â iv. Issuance of the Merger Shares will also be subject to the continued employment with or engagement by SCI or the surviving corporation of (A) John Belizaire and (B) at least two of Dipul Patel, Mohammed Larbi Loudiyi, (through ML&K Contractor), and Phillip Ng at the time that such Merger Shares are earned. If both (A) and (B) cease to be satisfied on or prior to the date that all Merger Shares are earned (such date, a â€œTrigger Dateâ€), then â€œQualified Projectsâ€ for purposes of determining Merger Shares shall only apply to those Qualified Projects that are in the pipeline as of the Trigger Date. For these purposes, if any such individualâ€™s employment or service relationship with SCI is terminated without cause, as a result of his death or disability, or with good reason (as such terms are defined in the employment and consulting agreements), such individual shall be deemed to continue to be employed or engaged by SCI for these purposes; Â 13 Â Â Â v. If SHI or SCI consummates a Change of Control before the fifth anniversary of the date of the closing of the merger, then we will be obligated to issue all of the unissued Merger Shares (subject to (ii) and (iii) above). The Merger Agreement defines â€œChange of Controlâ€ as (A) the sale, exchange, transfer, or other disposition of all or substantially all of the assets of us or SCI, (B) our failure to continue to own (directly or indirectly) 100% of the outstanding equity securities of SCI and/or the surviving corporation, or (C) a merger, consolidation, or other transaction in which the holders of SHIâ€™s, SCIâ€™s, or the surviving corporationâ€™s outstanding voting securities immediately prior to such transaction own, immediately after such transaction, securities representing less than 50% of the voting power of the corporation or other entity surviving such transaction (excluding any such transaction principally for bona fide equity financing purposes, so long as, in the case of SHI or SCI (but not the surviving corporation) such transactions, individually and in the aggregate, do not result in a change in membership of such entityâ€™s board of directors so that the persons who were members of the board of directors immediately prior to the first such transaction constitute less than 50% of the board membership at any time after such transaction(s) are consummated). Notwithstanding the foregoing, a transaction shall not constitute a Change of Control if its sole purpose is to change the state of SHIâ€™s or SCIâ€™s incorporation or to create a holding company that will be owned in the same proportions by the persons who held SHIâ€™s or SCIâ€™s securities immediately prior to such transaction; and Â Â Â Â vi. if on any of the fifth anniversary of the effective time of the merger, a facility has not become a Qualified Facility and therefore is not taken into consideration in the calculation of Active MW because any of the elements set forth in the definition of â€œQualified Facilityâ€ as defined in the Merger Agreement have not been met for reasons beyond the reasonable control of SCIâ€™s management team, but SCIâ€™s management team is then actively engaged in the process of completing and is diligently pursuing the completion of the missing elements, then (A) the target dates set forth above shall be extended for an additional 90 days, and (B) additional extensions of time may be granted by the Board of Directors in its commercially reasonable discretion, in each case for the purpose of enabling SCIâ€™s management team to complete the steps needed to qualify the facility as a Qualified Facility. Â On April 11, 2023, the Board reviewed and approved the progress of SCIâ€™s management team in qualifying facilities as Qualified Facilities and discussed an extension of the date in Section 2.7(a)(ii)(A) of the Merger Agreement to December 31, 2023 (previously was June 30, 2022), and an extension of the date in Section 2.7(a)(ii)(B) of the Merger Agreement to June 30, 2024 (previously was June 30, 2023). As of June 30, 2024, the Company has met the active 50 MW criteria. Â Due to conditions being met within the Merger Agreement in relation to energization and retention of employees, the Company has advised SCI US Holdings LLC, a Delaware limited liability company, who is the sole Effective Time Holder (as defined in the Merger Agreement) of the right to receive the Merger Shares and that 19,800 and 39,600 Merger Shares were issued on May 26, 2023 and October 10, 2023. SCI US Holdings LLC has consented to the issuance of such Merger Shares as required under the Merger Agreement and has directed the Company to issue such Merger Shares to its affiliate, HEL. Following the issuance of the 59,400 Merger Shares, a total of 59,400 Merger Shares remains available for possible issuance pursuant to the terms of the Merger Agreement. Â The number of Merger Shares is also subject to customary anti-dilution adjustments in the event of any stock split, stock consolidation, stock dividend, or similar event involving the shares of our common stock. Based on the assessment performed, the fair value of the merger consideration as of October 29, 2021 was approximately $33.0 million. Â 6. Intangible Assets Â Intangible assets consist of the following as of June 30, 2024: Â Schedule of Intangible Assets (Dollars in thousands)Â Intangible AssetsÂ Â Accumulated AmortizationÂ Â TotalÂ Â Â Â Â Â

issued upon such conversion. Â On November 20, 2023, the Company and the Noteholders entered into a Third Amendment Agreement to amend the Notes, the October SPA and related agreements (collectively, the â€œTransaction Documentsâ€). The aim is to facilitate future financings by the Company that may include funds for prepayment of the Notes by permitting the Company to force conversion of up to $1.5 million of the Notes under certain circumstances, reduce the prepayment penalty in return for reducing the conversion price of the $4.7 million of the Notes and reducing the exercise price of 150,000 of the Warrants to $0.01. Â As provided in the original terms of the Notes, in the event the Company prepays the amounts owed under Notes, the Company must pay an additional 20% prepayment penalty. Under the new Transaction Documents, in the event the prepayment occurs between February 15, 2024 and July 24, 2024, prepayment penalty is reduced to 10%. Â In addition, under the new Transaction Documents, the Company has the right to force the conversion of up to $1.5 million of face value of the Notes in whole or in part at any time up to the maturity date of the Notes, provided that at the time of such conversion the share price on the trading market on which the Companyâ€™s shares is then listed exceeds $5.00 and a minimum volume of 50,000 traded each trading day for the five trading days immediately prior to such forced conversion. Â As consideration for the reduction in the prepayment penalty and the new forced conversion right, the Company agreed that an aggregate $4.7 million of the Notes had the conversion price reduced to $3.78 per share and 150,000 of the Warrants had the exercise price reduced to $0.01 (the â€œRepriced Warrantsâ€), provided that prior to February 1, 2024, for each $31.33 in Notes converted by a Noteholder, such Noteholder may exercise one Repriced Warrant and that on February 1, 2024, all Repriced Warrants became immediately exercisable. Â On February 28, 2024 the Company and the Purchasers entered into a Fourth Amendment Agreement to amend the Notes, SPA and related agreements to facilitate future financings by the Company by amending the Transaction Documents as follows: Â The Company shall be permitted to undertake at-the-market transactions in the future provided: Â Â â— No Event of Default shall have occurred and be continuing under the Notes; and Â Â â— The market price of the shares of common stock shall be at least the At-the-Market (â€œATMâ€) Floor Price. ATM Floor Price means $10 per share initially, which is reduced to $8 per share six months after the ATM is effective and $6 per share 12 months after the after the effective date of the ATM. Â In addition, the Company will be permitted to unilaterally extend the maturity date of the Notes for two 3-Month extensions if prior to the then in effect maturity date the Company gives notice to the Purchasers and increases the principal amount of the Notes on the date of each such extension by two percent (2%) the principal amount of the Notes outstanding on the date of this Agreement per each extension. Â In consideration of the foregoing, the Company: Â Â â— Reduced the conversion price of the Notes to $3.78 per share; Â Â Â Â Â â— The Purchasers received an aggregate of 850,000 three year warrants exercisable at $0.01 per share; Â Â Â Â Â â— An aggregate of 320,005 warrants held by the Purchasers had the exercise price reduced to $3.78 per share (the â€œ$3.78 Warrantsâ€); and Â Â Â Â Â â— An aggregate of 478,951 warrants held by the Purchasers had the exercise price reduced to $6.00 per share (the â€œ$6.00 Repriced Warrantsâ€). For every one $6.00 Repriced Warrant exercised by a Purchaser, such Purchaser shall receive 1.36 new five-year warrants with an exercise price of $0.01, 1.6 new five-year warrants with an exercise price of $4.20, and 1.6 new five-year warrants with an exercise price of $5.70. Â In June 2024, pursuant to the Fourth Amendment Agreement, the Company exercised its right to extend the maturity date of the Senior Notes for an additional six months, or until January 24, 2025, in order to enable the Company to continue to pursue its significant project development opportunities for Soluna Cloud, Dorothy 2 and other projects. The extension of the notes caused an increase in the convertible note balance of approximately $325 thousand and the extension fee was recorded within â€œOther Expense, netâ€ for the three and six months ended June 30, 2024. Â 18 Â Â The effect of the additional penny warrants, $3.78 warrants, and the $6.00 repriced warrants including additional warrants if exercised with the Noteholders, created a loss on debt extinguishment of approximately $5.8 million due to the fair value associated as of February 28, 2024. Such amounts were recorded as a loss on debt extinguishment and affected the Companyâ€™s warrant liability and additional paid in capital balance account. Due to the requirement of the shareholder approval associated with the Fourth Amendment, the warrants associated will be treated as a liability and be revalued each quarter. In addition, a warrant revaluation was done at March 31, 2024, which created a gain on revaluation associated with the warrant liability of approximately $1.5 million. As of March 31, 2024, the Company had a warrant liability of approximately $6.0 million. On May 30, 2024, shareholder approval was obtained removing the cap containment provision for the warrants, and as such, the liability accounting treatment was no longer required. Since all other criteria were met to be treated as equity, the Company adjusted the warrant liability as of the date of shareholder approval and reclassified balance to equity. As such, the Company accounted for the change in the fair value of the warrant liability as of the date of the shareholder approval (May 30, 2024), in connection with its loss on revaluation of the warrant of approximately $1.6 million. Â Pursuant to additional agreements with holders of another 51,618 outstanding warrants, similar adjustments with those warrants, resulted in a total adjustment to 530,569 warrants. As the 51,618 warrants were not with the Noteholders, the treatment of $6.00 repriced warrants was recorded as a deemed dividend and adjusted the Companyâ€™s earnings per share calculation noted in Footnote 9 for the six months ended June 30, 2024. The fair value associated with the 51,618 warrants with non-Noteholders totaled approximately $386 thousand. On May 17, 2024, the Company permitted the holders of the Companyâ€™s Amended Class C Warrants, previously exercisable at $6 per share, to exercise such warrants at a reduced exercise price of $4 per share, provided that each such holder exercised at least 61.83% of their Amended Class C Warrants by the close of business on May 17, 2024. The Company also agreed to reduce the exercise price on all remaining Amended Class C Warrants. The adjustment in the exercise price, resulted in an additional deemed dividend which amounted to approximately $66 thousand for the three months ended June 30, 2024. Â On March 5, 2024, one of the Noteholders exercised 50 thousand warrants at the $6.00 repriced warrant value. As such, the Company issued 68 thousand $0.01 warrants, 80 thousand $4.20 warrants, and 80 thousand $5.70 warrants. As discussed above, the Amended Class C warrants were amended to an exercise price $4.00 per share. For the three months ended June 30, 2024, the Noteholders exercised an additional 428,951 shares, resulting in additional 583,373 shares of $0.01 warrants, 686,322 shares of $4.20 warrants, and 686,322 shares of $5.70 warrants. Â The following table represents the significant fair value assumptions used for warrants issued or repriced during the six months ended June 30, 2024: Â Schedule of Fair Value Assumptions For Warrants Issued Â Â Six months ended June 30, 2024 Â Stock price Â $ 2.88- 4.07 Â Exercise price Â $ 0.01- 20.00 Â Expected term in years Â Â 2.68 â€“ 8.77 Â Expected dividend yield Â Â 0.00 % Volatility Â Â 110.0 â€“ 137.50 % Risk-free interest rate Â Â 4.28- 4.44 % Â NYDIG Financing Â Schedule of Financing Debt (Dollars in thousands)Â Maturity DatesÂ Interest RateÂ January 1, 2024 - June 30, 2024Â Â January 1, 2023 - December 31, 2023Â NYDIG Loans #1-11Â April 25, 2023 thru January 25, 2027*Â 12% thru 15%Â $9,183Â Â $10,546Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Less: repossession of collateralized assetsÂ Â Â Â Â Â Â â€“Â Â Â (1,363) Total outstanding debtÂ Â Â Â Â $9,183Â Â $9,183Â Â Â * Due to event of default- the entire NYDIG Financing became current, see note below. Â On December 30, 2021, Soluna MC Borrowing 2021-1 LLC (the â€œBorrowerâ€), an indirect wholly owned subsidiary of the Company entered into a Master Equipment Finance Agreement (the â€œMaster Agreementâ€) with NYDIG ABL LLC (â€œNYDIGâ€) as lender, servicer and collateral agent (the â€œNYDIG facilityâ€). The Master Agreement outlined the framework for a financing up to approximately $14.4 million in aggregate equipment financing. Subsequently, the parties negotiated the specific terms of each equipment financing transaction as well as the terms upon which the Noteholders would consent to the transactions contemplated by the Master Agreement. Â 19 Â Â On January 14, 2022, the Borrower effected an initial drawdown under the Master Agreement in the aggregate principal amount of approximately $4.6 million that bore interest at 14% and was to be repaid over 24 months. On January 26, 2022, the Borrower had a subsequent drawdown of $9.8 million. As part of the transactions contemplated under the Master Agreement, (i) the Companyâ€™s indirect wholly owned subsidiary, Soluna MC LLC, formerly EcoChain Block LLC (â€œGuarantorâ€), which is the owner of 100% of the equity interests of Borrower, executed a Guaranty Agreement in favor of NYDIG, as lender, dated as of December 30, 2021 (the â€œGuaranty Agreementâ€), (ii) Borrower has granted a lien on, and security interest in, all of its assets to NYDIG, as collateral agent, (iii) Guarantor entered into an equipment financing arrangement on assets purchased with the borrowed funds, (iv) Borrower would borrow from NYDIG the loans as forth in certain loan schedules (the â€œSpecified Loansâ€), and (v) Borrower had executed a Digital Asset Account Control Agreement (the â€œACA Wallet Agreementâ€) with NYDIG, as collateral agent and secured party, and NYDIG Trust Company LLC, as custodian, dated as of December 30, 2021, as well as such other agreements related to the foregoing as mutually agreed (collectively, the â€œNYDIG Transactionsâ€). Â In connection with the NYDIG Transactions, on January 13, 2022, the Company entered into a Consent and Waiver Agreement, dated as of January 13, 2022 (the â€œConsentâ€), with the Noteholders, in connection with the October SPA, pursuant to which the Noteholders agreed to waive any lien on, and security interest in, certain assets, provided various contingencies are fulfilled, and each Noteholder who acquired October Secured Notes having a principal amount of not less than $3,000,000 agreed to waive its rights under Section 4.17 of the October SPA to participate in Subsequent Financings (as defined in the October SPA) with respect to the NYDIG Transactions and any additional loans under the MEFA that only finance the purchase of equipment from NYDIG, in order to consent to the NYDIG Transactions. Pursuant to the Consent, the Noteholders also waived the current requirement of the October SPA and the other transaction documents (collectively, the â€œSPA Documentsâ€) that the Borrower become an Additional Debtor (as defined in the Security Agreement) and execute an Additional Debtor Joinder (as defined in the Security Agreement) for so long as the Specified Loans were outstanding, and NYDIG would not have entered into a subordination or intercreditor agreement with respect to the Guaranty. Further, pursuant to the Consent, the Noteholders waived the right to accelerate the Maturity Date of the October Secured Notes and the right to charge a default rate of interest on such Notes, in each case, with respect to certain changes in names of, and jurisdiction of incorporation, of the Debtors (as defined in the SPA Documents), which waiver would not waive any other Event of Default (as defined in any of the SPA Documents), known or unknown, as of the date of Consent. Â Promptly after the date of the Consent, the Company issued warrants to purchase up to 3,400 shares of common stock to the Noteholder holding the largest outstanding principal amount of October Secured Notes as of the date of the Consent. Such warrants were substantially in form similar to the other warrants held by the Noteholders. Such warrants were exercisable for three years from the date of the Consent at an exercise price of $237.50 per share. On December 5, 2022, the exercise price of the warrants was reduced to an exercise price of $19.00 per share, effective with the closing of the Securities Purchase Agreement Offering on December 5, 2022. Â The Company, through the Borrower, was required to make average monthly principal and interest payments to NYDIG of approximately $730 thousand on initial drawdown in aggregate principal amount of approximately $4.6 million bearing interest at 14%, and a subsequent drawdown of $9.8 million. Â On December 20, 2022, the Borrower received a Notice of Acceleration and Repossession (the â€œNYDIG Noticeâ€) from NYDIG with respect to the Master Agreement, by and between Borrower and NYDIG. The obligations of Borrower under the Master Agreement and reflected in the NYDIG Notice are ring-fenced to Borrower and its direct parent company, Soluna MC LLC. The Company is not a party to any guaranty, collateral agreement or other support agreement with or for the benefit of NYDIG. Â The NYDIG Notice states that (a) Borrower failed to observe or perform certain covenants, conditions or agreements contained in the Master Agreement and such failure continued unremedied for a period of ten days after Borrowerâ€™s knowledge of such breach, which resulted in an event of default under the Master Agreement, and (b) Borrower defaulted under the guaranty, collateral agreement, or other support agreement, which resulted in an event of default under the Master Agreement. In addition, the NYDIG Notice states that Borrower failed to pay certain payments of principal and interest under the Master Agreement when due, which failure also constituted an event of default under the Master Agreement. As a result of the foregoing events of default, and pursuant to the Master Agreement, NYDIG (x) declared the principal amount of all loans due and owing under the Master Agreement and all accompanying Loan Documents (as defined in the Master Agreement) to be due and immediately payable, (y) imposed a default rate of interest on any outstanding principal amount of each loan (together with all then unpaid interest accruing thereon) and all other obligations under the Master Agreement and the Loan Documents, and (z) demanded the return of all equipment subject to the Master Agreement and the Loan Documents. As such, the principal balance of $10.5 million became due immediately and the Borrower was to bear interest, at a rate per annum equal to 2.0% plus the rate per annum otherwise applicable to such obligations set forth in the Master Agreement. Also, as the Company was not able to obtain a waiver, the outstanding deferred financing costs were written off. As of December 31, 2022, the Borrower had incurred accrued interest and penalty of approximately $274 thousand. On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, and repossessed the collateralized assets that totaled approximately $3.4 million, in which approximately $560 thousand was first used to pay off accrued interest and penalty to date. On September 5, 2023, NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIGâ€™s motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. The Company applied the per diem interest rate agreed upon with the summary judgement for the three and six months ended June 30, 2024 and recorded interest expense of approximately $361 thousand and $723 thousand and has an outstanding interest and penalty accrual of approximately $1.5 million recorded within â€œAccrued Liabilitiesâ€ as of June 30, 2024. See Note 10 for further information in relation to the NYDIG litigation matter. Â 20 Â Â Loan and Security Agreement Â Navitas Term Loan Â Schedule of Navitas Term Loan (Dollars in thousands)Â Maturity DateÂ Interest RateÂ Â January 1, 2024- June 30, 2024Â Â May 9, 2023- December 31, 2023Â Term Loan and capitalized interest (excludes debt issuance cost)Â May 9, 2025Â Â 15%Â $1,707Â Â $2,254Â Less: principal and capitalized interest paymentsÂ Â Â Â Â Â Â Â (1,234)Â Â (547) Less: debt issuance costsÂ Â Â Â Â Â Â Â (13)Â Â (25) Total outstanding debtÂ Â Â Â Â Â Â $460Â Â $1,682Â Â On May 9, 2023, DVCC and Navitas West Texas Investments SPV, LLC entered into a 2-year Loan Agreement (â€œTerm Loanâ€) for $2,050,000. The unpaid principal balance of the Term Loan shall bear interest at per annum rate equal to 15%. Beginning on the last Business Day of the month in which the In-Service Date occurs (date Dorothy 1B is put into full operation following the planned ramp-up period), and continuing on the last Business Day of each month thereafter until the repayment of all Term Loan debt principal and accrued interest occurs, DVCC shall make debt service payments on the Term Loan through a cash sweep with the Site-level Free Cash Flow (total revenue of DVCC minus power costs and site level costs listed in Loan and Security agreement), otherwise to be distributed to Soluna Holdings, Inc., the ultimate parent entity of DVCC (the â€œSLNH Cashâ€) being applied as a permanent repayment of the Loan in an amount equal to the greater of: (i) the sum of (A) the amount of accrued and unpaid interest that has not yet been added to the principal balance of the Term Loan, if any, plus (B) an amount equal to 1/24th of the then outstanding principal balance of the Term Loan; provided that the aggregate amount payable pursuant to this clause (i) shall not exceed SLNH Cash times 0.60; or (ii) SLNH Cash times 0.33. Â Any and all monthly debt service amounts so paid to Lender shall be applied first to accrued and unpaid interest that has not yet been added to the principal balance of the Term Loan, if any, and then to repayment of the then outstanding principal balance of the Term Loan. On the Term Loan Maturity Date (May 9, 2025), all remaining principal and accrued and unpaid interest that has not yet been added to the principal balance of the Term Loan, if any, shall become immediately due and owing in full and shall be paid by wire transfer in immediately available funds. As of June 30, 2024 and December 31, 2023, approximately $460 thousand and $1.7 million is included in the current portion of debt as the Companyâ€™s expectation is that principal and capitalized interest payments will be made to pay off the Term Loan within one year after quarter or year-end. The Company has paid approximately $1.2 million in principal for the six months ended June 30, 2024 and $547 thousand in principal and capitalized interest payments for the year ended December 31, 2023. Interest expense related to the Navitas Term Loan for the three and six months ended June 30, 2024 was approximately $37 and $100 thousand. Â Equipment Loan Agreement Â On May 16, 2024, SDI SL Borrowing â€“ 1, LLC, an affiliate of Soluna Holdings, Inc. (the â€œBorrowerâ€) entered into a loan agreement (the â€œEquipment Loan Agreementâ€ or the â€œLoanâ€) with Soluna2 SLC Fund II Project Holdco LLC (the â€œLenderâ€, and collectively, the â€œPartiesâ€). The Equipment Loan Agreement provides for the Company to borrow, from time to time, up to $1.0 million to be used to purchase necessary equipment for the progression of Project Dorothy 2. Any loans made under the Equipment Loan Agreement have a maturity date of May 16, 2027, and will bear interest at a rate of 15% per annum. The Equipment Loan Agreement includes customary covenants for loans of this nature, as well as a multiple on invested capital (â€œMOICâ€) provision, which requires the Company to pay, in addition to principal and interest, an amount equal to the difference of (i) the greater of (a) the principal amount of the Loan being repaid plus all interest previously paid or simultaneously being paid to Lender in respect of such principal of the Loan, and (b) the principal amount of the Loan being repaid multiplied by three, minus (ii) the sum of the principal amount of the Loan being repaid plus all interest previously paid or simultaneously being paid to Lender in respect of such principal of the Loan. Â 21 Â Â On May 16, 2024, the Parties entered into the Security Agreement in connection with the Loan Agreement as described above. The Security Agreement grants a collateral security interest in the equipment purchased under

the Equipment Loan Agreement to secure the obligations of the Borrower under said Agreement in the event full performance and payment of the Equipment Loan Agreement becomes due. Â On May 17, 2024, the Borrower drew down $720 thousand of the equipment loan with the Lender. As of June 30, 2024, the Borrower has an outstanding principal and compounded interest of approximately $734 thousand. In addition, the Borrower had deferred financing costs associated with the line of credit of approximately $118 thousand. Per ASC 835-30-S45-1, debt issuance costs related to line of credits should be recorded as an asset and amortized over the life of the line of credit agreement. As such, the Company recorded $39 thousand within Prepaid expenses and other current assets and $79 thousand within Other assets on the condensed balance sheet as of June 30, 2024. Â As noted in Footnote 17, on the July 22, 2024, the Borrower satisfied and repaid the Borrowing Amount in full by issuing the Investor Class B Membership Interests in the Dorothy 2 project at three times the value of the Borrowing Amount (i.e., $2.16 million). Â June 2024 Secured Note Financing Â Schedule of Secured Note Financing (Dollars in thousands)Â Maturity DateÂ Interest RateÂ Â June 20, 2024- June 30, 2024Â Term Loan and capitalized interest (excludes debt issuance cost)Â June 20, 2027Â Â 9%Â $12,531Â Less: principal and capitalized interest paymentsÂ Â Â Â Â Â Â -Â Less:Â Â debt discountÂ Â Â Â Â Â Â (314) Less: debt issuance costsÂ Â Â Â Â Â Â (557) Total outstanding noteÂ Â Â Â Â Â Â 11,660Â (Less) Current note outstandingÂ Â Â Â Â Â Â 2,632Â Long-term note outstandingÂ Â Â Â Â Â Â $9,028Â Â On June 20, 2024, Soluna AL CloudCo, LLC (â€œCloudCoâ€), an indirect wholly-owned subsidiary of Soluna Holdings, Inc. (the â€œCompanyâ€), issued a $12.5 million secured promissory note to an accredited investor under a Note Purchase Agreement (the â€œJune SPAâ€). The note accrues 9% interest annually, adjustable upon default, and matures on June 20, 2027. CloudCoâ€™s obligations are secured by its assets under a security agreement. Â As additional credit support, Soluna Cloud, Inc., CloudCoâ€™s parent company, provided a guaranty secured by its assets and a pledge of CloudCoâ€™s membership interests. The Company, as Soluna Cloudâ€™s sole stockholder, also provided a guaranty secured by its assets and a pledge of its shares in Soluna Cloud. Â These arrangements are documented in the â€œCloudCo Agreements,â€ â€œCloud Agreements,â€ and â€œHoldings Agreements.â€ Â 22 Â Â As an inducement for the Investor to purchase the Note, Soluna Cloud will issue a warrant (the â€œ Cloud Warrantâ€) exercisable within three years from June 20, 2024. This Warrant allows the Investor to purchase a number of shares of Soluna Cloud common stock equal to 12.5% of the issued and outstanding common stock as of the Cloud Warrant date divided by 0.875, plus 12.5% of each Qualified Issuance divided by 0.875. In addition, granting of appreciation rights, phantom rights, or other rights with equity features would result in adjustments to the aggregate number of warrants issued. Â A â€œQualified Issuanceâ€ includes any issuance of common stock by Soluna Cloud from the day after the Cloud Warrant date until the earlier of raising an additional $112.5 million or December 31, 2024, as well as shares issuable upon exercise or conversion of convertible securities issued during this period, excluding certain equity compensation plan issuances. Â On June 20, 2024, the Company recorded the Cloud Warrant as a liability valued at approximately $314 thousand and a related debt discount, which will be amortized over the loanâ€™s term. Â In connection with the June 2024 transactions, the purchasers (collectively, the â€œPurchasersâ€) of the secured convertible notes (â€œSenior Notesâ€) issued under the Securities Purchase Agreement dated October 25, 2021 (as amended, the â€œ2021 Purchase Agreementâ€), along with Collateral Services LLC as collateral agent, consented to the June 2024 transactions. They also agreed to enter into an intercreditor agreement with the Investor regarding these transactions. Â For the three and six months ended June 30, 2024, the Company incurred approximately $31 thousand in interest expense related to the June SPA. Â October 2021 Secured Notesâ€”Extension of Maturity Date Â Pursuant to Section 6.a. of the Fourth Amendment Agreement to the 2021 Purchase Agreement, dated as of February 28, 2024, the Company exercised its right to extend the maturity date of the Senior Notes for an additional six months, or until January 24, 2025, in order to enable the Company to continue to pursue its significant project development opportunities for Soluna Cloud, Dorothy 2 and other projects. Â Line of Credit Â On September 15, 2021, the Company entered into a $1.0 million unsecured line of credit with KeyBank National Association (â€œKeyBankâ€), that allows the Company to request loans and to use the proceeds of such loans for working capital and other general corporate purposes (the â€œKeyBank facilityâ€). The line of credit bears interest at a rate of Prime + 0.75% per annum. Accrued interest is due monthly and principal is due in full following KeyBankâ€™s demand. As of January 1, 2023, the Company had drawn on the line of credit and approximately $350 thousand of the amount drawn under the line of credit remained outstanding. As of December 31, 2023, the remaining $350 thousand had been paid down. The Company does not have any remaining balance outstanding as of December 31, 2023 and June 30, 2024. The Company does not plan to draw down on the line of credit in the foreseeable future. In addition, future drawdowns require pre-approval by KeyBank. Â 9. Stockholdersâ€™ Equity Â Preferred Stock Â The Company has two series of preferred stock outstanding: the Series A Preferred Stock, with a $25.00 liquidation preference; and the Series B Convertible Preferred Stock, par value $0.0001 per share, with a stated value equal to $100.00 (the â€œSeries B Preferred Stockâ€). As of June 30, 2024 and December 31, 2023, there were 4,953,545 and 3,061,245 shares of Series A Preferred Stock issued and outstanding, respectively, and as of June 30, 2024 and December 31, 2023 there was 62,500 shares of Series B Preferred Stock issued and outstanding, respectively. Â Series B Preferred Stock Â On July 19, 2022, the Company entered into a Securities Purchase Agreement (the â€œSeries B SPAâ€) with an accredited investor (the â€œSeries B Investorâ€) pursuant to which the Company sold to the Series B Investor 62,500 shares of Series B Preferred Stock, for a purchase price of $5,000,000. The shares of Series B Preferred Stock are initially convertible, subject to certain conditions, into 46,211 shares of common stock, at a price per share of $135.25 per share, a 20% premium to the closing price of the common stock on July 18, 2022, subject to adjustment as set forth in the Certificate of Designations of Preferences, Rights and Limitations for the Series B Preferred Stock (â€œSeries B Certificate of Designationsâ€). Â 23 Â Â In addition, on July 19, 2022, the Company issued to the Series B Investor common stock purchase warrants (the â€œSeries B Warrantsâ€) to purchase up to an aggregate of 40,000 shares of common stock at an initial exercise price of $250.00 per share. The Series B Investor is entitled to exercise the Series B Warrants at any time on or after the date that is 180 days following the issue date and on or prior to January 19, 2028. On the closing date of the next public offering of the common stock or other securities, the exercise price of the Series B Warrants is to adjust to a price equal to the lower of (a) the exercise price then in effect, or (b) the price of the warrants issued in the Companyâ€™s next public offering, or if no warrants are issued in the Companyâ€™s next public offering, 110% of the price per share of the common stock issued in the Companyâ€™s next public offering. In addition, upon the Series B Closing, the Series B Investor delivered to the Company for cancellation an outstanding warrant to acquire 40,000 shares of common stock at an exercise price of $287.50 per share previously issued on April 13, 2022, in connection with the Notes. Â Common Stock Â The Company has one class of common stock, par value $0.001 per share. Each share of the Companyâ€™s common stock is entitled to one vote on all matters submitted to stockholders. As of June 30, 2024 and December 31, 2023, there were 5,232,104 and 2,505,620 shares of common stock issued and outstanding, respectively. Â Dividends Â Pursuant to the Certificate of Designations, Preferences and Rights of 9.0% Series A Cumulative Perpetual Preferred Stock of the Company, dividends, when, as and if declared by the Board (or a duly authorized committee of the Board), will be payable monthly in arrears on the final day of each month, beginning August 31, 2021. The Board of Directors had not declared any Series A Preferred Stock dividends beginning October 2022 through December 31, 2023, as such the Company has accumulated approximately $8.6 million of dividends in arrears on the Series A Preferred Stock through December 31, 2023, and an additional $2.6 million and $4.3 million of dividends in arrears for the three and six months ended June 30, 2024 million, for a total of approximately $12.9 million. Â The Companyâ€™s Series B Preferred Stock includes a 10% accruing dividend compounded daily for 12 months from the original issue date of July 20, 2022 that may be paid in cash or stock at the Companyâ€™s option at the earlier of (i) the date the Series B Preferred Stock is converted, or (ii) the Series B Dividend Termination Date. On August 11, 2023, the Company paid a mandatory dividend on its outstanding Series B Convertible Preferred Stock in the amount of approximately $656 thousand. Pursuant to the Certificate of Designation for the Series B Stock, the Company had the option to pay the dividend in cash or shares of Common Stock. Pursuant to a Dividend Payment Agreement, the Company and the holder of the Series B Stock agreed to satisfy the payment of the dividend through the issuance of 44,000 shares of its Common Stock and 70,300 prefunded warrants (the â€œPrefunded Warrantsâ€). Â Each Pre-Funded Warrant has been funded to the amount of $.19999, with $0.00001 per share of common stock payable upon exercise, is immediately exercisable, may be exercised at any time until exercised in full and is subject to customary adjustments. The Pre-Funded Warrants may not be exercised if the aggregate number of shares of the Companyâ€™s common stock beneficially owned by the holder (together with her affiliates) would exceed 4.99% of the Companyâ€™s outstanding Common Stock immediately after exercise. However, the holder may increase (upon 61 daysâ€™ prior notice from the holder to the Company) or decrease such percentages, provided that in no event such percentage exceeds 4.99%. Â Reservation of Shares Â The Company had reserved common shares for future issuance as follows as of June 30, 2024: Schedule of Reserved Shares of Common Stock for Future IssuanceÂ Â Â Â Â Stock options outstandingÂ Â 3,325Â Restricted stock units outstandingÂ Â 5,692Â Warrants outstandingÂ Â 3,820,152Â Common stock available for future equity awards or issuance of optionsÂ Â 15,951Â Number of common shares reservedÂ Â 3,845,120Â Â The Company also notes that as of June 30, 2024, there are 14,888 Series A preferred stock available for future equity awards under the 2021 Plan. Â 24 Â Â Loss per Share Â The Company computes basic loss per common share by dividing net loss by the weighted average number of common shares outstanding during the reporting period. Diluted loss per share reflects the potential dilution, if any, computed by dividing loss by the combination of dilutive common share equivalents, comprised of shares issuable under outstanding investment rights, warrants and the Companyâ€™s share-based compensation plans, and the weighted average number of common shares outstanding during the reporting period. Dilutive common share equivalents include the dilutive effect of in-the-money stock options, which are calculated based on the average share price for each period using the treasury stock method. Under the treasury stock method, the exercise price of a stock option and the amount of compensation cost, if any, for future service that the Company has not yet recognized are assumed to be used to repurchase shares in the current period. Â The following table sets forth the reconciliation of the numerators and denominators of the basic and diluted per share computations for operations for the three and six months ended June 30: Schedule of Basic and Diluted Per Share Computations for Continuing OperationsÂ Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â (Dollars in thousands, except shares)Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Numerator:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net lossÂ $(9,145)Â $(9,257)Â $(11,689)Â $(16,689) (Less) Net income (loss) attributable to non-controlling interestÂ Â (1,728)Â Â 482Â Â Â (4,438)Â Â 852Â Net loss attributable to Soluna Holdings, Inc.Â Â (10,873)Â Â (8,775)Â Â (16,127)Â Â (15,837) Less: Preferred dividends or deemed dividendsÂ Â (66)Â Â (252)Â Â (452)Â Â (383) Less: Cumulative Preferred Dividends in arrearsÂ Â (2,609)Â Â (1,722)Â Â (4,331)Â Â (3,444) BalanceÂ $(13,548)Â $(10,749)Â $(20,910)Â $(19,664) Denominator:Â Basic and Diluted EPS:Â Common shares outstanding, beginning of period, including penny warrantsÂ Â 2,958,851Â Â Â 1,015,255Â Â Â 2,592,454Â Â Â 940,047Â Weighted average common shares issued during the period including penny warrants issued and outstanding as of quarter-endÂ Â 1,594,845Â Â Â 109,436Â Â Â 1,091,104Â Â Â 55,021Â Denominator for basic earnings per common shares â€”Â Â 4,563,696Â Â Â 1,126,091Â Â Â 3,683,558Â Â Â 996,228Â Weighted average common sharesÂ Â (2.97)Â Â (9.54)Â Â (5.68)Â Â (19.74) Â The Company notes as continuing operations was in a Net loss for the three and six months ended June 30, 2024 and 2023, as such basic and diluted EPS is the same balance as continuing operations acts as the control amount in which would cause antidilution. Not included in the computation of earnings per share, assuming dilution, for the three and six months ended June 30, 2024, were options to purchase 3,325 shares of the Companyâ€™s common stock, 5,692 nonvested restricted stock units, and 3,820,152 outstanding warrants not exercised which excludes penny warrants that can be potentially exercised. These potentially dilutive items were excluded because the calculation of incremental shares resulted in an anti-dilutive effect. Â Not included in the computation of earnings per share, assuming dilution, for the three and six months ended June 30, 2023, were options to purchase 1,309,789 shares of the Companyâ€™s common stock, 297,680 nonvested restricted stock units, and 23,835,852 outstanding warrants not exercised. These potentially dilutive items were excluded because the calculation of incremental shares resulted in an anti-dilutive effect. Â 10. Commitments and Contingencies Â Commitments: Â Leases Â The Company determines whether an arrangement is a lease at inception. The Company and its subsidiaries have operating leases for certain manufacturing, laboratory, office facilities and certain equipment. The leases have remaining lease terms one year to less than ten years. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants. As of June 30, 2024 and December 31, 2023, the Company has no assets recorded under finance leases. Â 25 Â Â Lease expense for these leases is recognized on a straight-line basis over the lease term. For the three and six months ended June 30, total lease costs are comprised of the following: Â Schedule of Lease Expense Recognized on Straight-line Basis Over Lease Term Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â (Dollars in thousands)Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â Â Â Â Â Â Â Â Â Â Â Â Operating lease costÂ $61Â Â $60Â Â $122Â Â $116Â Short-term lease costÂ Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Total net lease costÂ $61Â Â $60Â Â $122Â Â $116Â Â Short-term leases are leases having a term of twelve months or less. The Company recognizes short-term leases on a straight-line basis and does not record a related lease asset or liability for such leases. Â Other information related to leases was as follows: Â Schedule of Other Information Related to Leases Â Â Six Months Ended June 30, 2024Â Â Â Â Â Â Weighted Average Remaining Lease Term (in years):Â Â Â Â Operating leasesÂ Â 4.15Â Â Â Â Â Â Weighted Average Discount Rate:Â Â Â Â Operating leasesÂ Â 7.03% Â (Dollars in thousands)Â Six Months Ended June 30, 2024Â Â Six Months Ended June 30, 2023Â Â Â Â Â Â Â Â Supplemental Cash Flows Information:Â Â Â Â Â Â Â Â Cash paid for amounts included in the measurement of lease liabilities:Â Â Â Â Â Â Â Â Operating cash flows from operating leasesÂ $123Â Â $111Â Â Â Â Â Â Â Â Â Â Â Â Non-Cash Activity Right-of-use assets obtained in exchange for lease obligations:Â Â Â Â Â Â Â Â Operating leasesÂ $-Â Â $397Â Â Maturities of noncancellable operating lease liabilities are as follows for the quarter ending June 30: Â Schedule of Maturity of Operating Lease Liabilities (Dollars in thousands)Â 2024Â 2024 (remainder of year)Â $124Â 2025Â Â 79Â 2026Â Â 29Â 2027Â Â 29Â 2028Â Â 29Â ThereafterÂ Â 116Â Total lease paymentsÂ Â 406Â Less: imputed interestÂ Â (78) Total lease obligationsÂ Â 328Â Less: current obligationsÂ Â 159Â Long-term lease obligationsÂ $169Â Â As of June 30, 2024, there were no additional operating lease commitments that had not yet commenced. Â 26 Â Â Contingencies: Â Spring Lane Capital Contingency Â The Company has a potential contingency associated with an agreement with Spring Lane of up to $250 thousand which would be reduced by a proportion of funding received from Spring Lane up to the $35.0 million aggregate contribution cap. The Company considers the probability of a payment for the contingency to be remote. Â Legal Â We are subject to legal proceedings, claims and liabilities which arise in the ordinary course of business. When applicable, we accrue for losses associated with legal claims when such losses are probable and can be reasonably estimated. These accruals are adjusted as additional information becomes available or circumstances change. Legal fees are charged to expense as they are incurred. Â The Company has been named as a party in the December 19, 2019 United States Environmental Protection Agency (â€œEPAâ€) Demand Letter regarding the Malta Rocket Fuel Area Superfund Site (â€œSiteâ€) located in Malta and Stillwater, New York in connection with an alleged release of hazardous materials into the environment. The EPA is seeking reimbursement of response costs from all named parties in the amount of approximately $358 thousand plus interest in connection with the investigation and disposal activities associated with the various drum caches discovered at the Site, issuance of the Explanation of Significant Differences (â€œESDâ€) of the Site, and implementation of the work contemplated by the ESD. The Company considers the likelihood of a material adverse outcome to be remote and does not currently anticipate that any expense or liability it may incur as a result of these matters in the future will be material to the Companyâ€™s financial condition. Â NYDIG filed a complaint against a subsidiary of Company, Soluna MC Borrowing 2021-1, LLC (â€œBorrowerâ€) and Soluna MC, LLC, as Guarantor (â€œGuarantorâ€), and together with Borrower, (â€œNYDIG Defendantsâ€) in Marshall Circuit Court of the Commonwealth of Kentucky on December 29, 2022 regarding a series of loans made by NYDIG to Borrower pursuant to a master equipment finance agreement that were secured by certain assets of Borrower and guaranteed by Guarantor pursuant to a written guaranty agreement executed by Guarantor. The Court issued on February 15, 2023 an agreed order granting NYDIGâ€™s motion for writ of possession which, among other things, ordered parties to provide NYDIG access to the collateral described therein and preserved the rights of NYDIG to pursue a deficiency judgment against the NYDIG Defendants. Also on February 15, 2023, the NYDIG Defendants filed their answer and affirmative defenses in this proceeding. The NYDIG Defendants believe that NYDIG has liquidated some of the collateral securing the loans and anticipate that NYDIG will complete the liquidation of collateral and continue to prosecute the complaint to obtain a judgment against the NYDIG Defendants. Additionally, NYDIG has stated its intention to pursue SCI, the parent company of Guarantor, under a piercing of the corporate veil claim relating to NYDIG Defendantsâ€™ debts and liabilities under the loan documents. SCI denies any such liability and has filed a complaint for a declaratory judgment against NYDIG in the Eighth Judicial District Court in Clark County, Nevada on March 16, 2023 seeking a declaratory judgment as to such matter. NYDIG filed a motion to dismiss in response to SCIâ€™s declaratory judgment complaint on April 13, 2023. SCI filed a response in opposition to NYDIGâ€™s motion to dismiss on April 27, 2023. The court heard oral arguments on May 16, 2023. On June 22, 2023, the court issued an order granting NYDIGâ€™s motion to dismiss, on the basis that the case was not ripe for decision, without prejudice. SCI intends to continue to vigorously defend any allegations regarding liability on account of NYDIG Defendantsâ€™ debts and liabilities to NYDIG under their loan documents and intends to refile a declaratory judgment complaint against NYDIG. Â On February 23, 2023, NYDIG proceeded to foreclose on all of the

collateral securing the MEFA, and repossessed the collateralized assets that totaled approximately $3.4 million, in which approximately $560 thousand was first used to pay off accrued interest and penalty to date. On September 5, 2023, NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIGâ€™s motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. As of June 30, 2024, the Company still has an outstanding principal of approximately $9.2 million and outstanding interest and penalty balance of approximately $1.5 million. This settlement did not result in the admission of any liability on the part of SHI, whose declaratory judgment remains the subject of litigation. On March 13, 2024, NYDIG served the Company with a post-judgment discovery seeking information regarding the Companyâ€™s assets and liabilities. Per agreement between NYDIG and the NYDIG Defendants, the deadline to respond to the discovery demands was extended to May 13, 2024 but with rolling weekly production that commenced on April 12, 2024. The Company intends to vigorously defend itself from NYDIGâ€™s parent company claims. Â In September 2023, Atlas Technology Group LLC (â€œAtlasâ€) filed a complaint against Soluna MC LLC, Soluna Computing, Inc., and Soluna Holdings, Inc. (collectively, the â€œAtlas Defendantsâ€) in the Supreme Court of New York regarding a co-location services agreement. Atlas alleged that Soluna MCâ€™s termination of the agreement was a breach, seeking a return of pre-paid fees of approximately $464 thousand, additional damages of at least $7.9 million, and reimbursement of legal fees. The complaint also mentioned alter ego liability and corporate veil piercing. Â The Atlas Defendants filed a motion to dismiss, and on April 17, 2024, the Court dismissed three of the four counts. The remaining count was answered on May 6, 2024, with counterclaims against Atlas. The Court denied the dismissal of Soluna Computing, Inc. and Soluna Holdings, Inc. as parties, leading to an appeal filed on May 7, 2024. Â On June 25, 2024, Atlas and the Atlas Defendants entered into a settlement agreement.Â Soluna MC recorded a gain on the settlement of approximately $254 thousand for the three and six months ended June 30, 2024, in â€œOther Expense, netâ€ on the condensed consolidated financial statements. Â 27 Â Â 11. Related Party Transactions Â MeOH Power, Inc. Â On December 18, 2013, MeOH Power, Inc. and the Company executed a Senior Demand Promissory Note (the Note) in the amount of $380 thousand to secure the intercompany amounts due to the Company from MeOH Power, Inc. upon the deconsolidation of MeOH Power, Inc. Interest accrues on the Note at the Prime Rate in effect on the first business day of the month, as published in the Wall Street Journal. At the Companyâ€™s option, all or part of the principal and interest due on this Note may be converted to shares of common stock of MeOH Power, Inc. at a rate of $0.07 per share. Interest began accruing on January 1, 2014. The Company recorded a full allowance against the Note. As of June 30, 2024 and December 31, 2023, $374 thousand and $363 thousand, respectively, of principal and interest are available to convert into shares of common stock of MeOH Power, Inc. Any adjustments to the allowance are recorded as miscellaneous expense during the period incurred. Â Legal Services Â During the three and six months ended June 30, 2024 and 2023, the Company incurred $1 thousand and $2 thousand, respectively, to Couch White, LLP for legal services associated with contract review. A partner at Couch White, LLP is an immediate family member of one of our Directors. Â Employee Receivables Â Certain employees have a receivable due to the Company based on their stock-based awards, in which $109 thousand and $110 thousand was outstanding as of June 30, 2024 and December 31, 2023, respectively. The balance is currently presented as $13 thousand and $13 thousand within Notes receivable as of June 30, 2024 and December 31, 2023, and $96 thousand and $97 thousand, respectively within Other assets. Â HEL Transactions Â As discussed above, on October 29, 2021, the Company completed the Soluna Callisto acquisition pursuant to the Merger Agreement. The purpose of the transaction was for SCI to acquire substantially all of the assets (other than those assets physically located in Morocco) formerly held by HEL, which assets consisted of SCIâ€™s existing pipeline of certain cryptocurrency mining projects that HEL previously transferred to SCI, which was formed expressly for this purpose, and to provide SCI with the opportunity to directly employ or retain the services of four individuals whose services it had retained through HEL prior to the merger. As a result of the merger, each share of common stock of Soluna Callisto issued and outstanding immediately prior to the effective time of the merger, other than shares owned by the Company or any of our subsidiaries, was cancelled and converted into the right to receive a proportionate share of the Merger Consideration. Â In connection with the Soluna Callisto acquisition, effective as of October 29, 2021, upon and subject to the terms and conditions of the Termination Agreement, on November 5, 2021: (1) the existing Operating and Management Agreements between HEL and SCI were terminated in all respects; and (2)(A) SCI paid HEL $725 thousand, (B) SHI issued to HEL the Termination Shares, and (C) HEL and SHI entered into an Amended and Restated Contingent Rights Agreement that, among other things, amended the existing Contingent Rights Agreement by and between HEL and SHI, dated January 13, 2020, to provide SHI the right to invest directly in certain cryptocurrency mining opportunities being pursued by HEL. SHI filed a registration statement with the SEC to register the resale of the Termination Shares on February 14, 2022. Â Due to conditions being met within the Merger Agreement in relation to energization and retention of employees, the Company has advised SCI US Holdings LLC, a Delaware limited liability company, who is the sole Effective Time Holder (as defined in the Merger Agreement) of the right to receive the Merger Shares and that 19,800 Merger Shares were issued on May 26, 2023 and 39,600 Merger Shares were issued on October 10, 2023. SCI US Holdings LLC has consented to the issuance of such Merger Shares as required under the Merger Agreement and has directed the Company to issue such Merger Shares to its affiliate, HEL. Following the issuance of the 59,400 Merger Shares, a total of 59,400 Merger Shares remains available for possible issuance pursuant to the terms of the Merger Agreement. Â 28 Â Â Please see Note 5 for additional information regarding the Soluna Callisto acquisition and related transactions. Â Several of HELâ€™s equity holders are affiliated with Brookstone Partners, the investment firm that holds an equity interest in the Company through Brookstone Partners Acquisition XXIV, LLC. The Companyâ€™s two Brookstone-affiliated directors also serve as directors and, in one case, as an officer, of HEL and also have ownership interest in HEL. In light of these relationships, the various transactions by and between the Company and SCI, on the one hand, and HEL, on the other hand, were negotiated on behalf of the Company and SCI via an independent investment committee of the Board and separate legal representation. The transactions were subsequently unanimously approved by both the independent investment committee and the full Board. Â Four of the Companyâ€™s directors have various affiliations with HEL. Â Michael Toporek, the former Chief Executive Officer, and current Executive Director of the Company, owns (i) 90% of the equity of Soluna Technologies Investment I, LLC, which owns 57.9% of HEL and (ii) 100% of the equity of MJT Park Investors, Inc., which owns 3.1% of HEL, in each case, on a fully diluted basis. Mr. Toporek does not own directly, or indirectly, any equity interest in Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his 100% ownership of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL. Â In addition, one of the Companyâ€™s directors, Matthew E. Lipman, serves as a director and currently acting as President of HEL. Mr. Lipman does not directly own any equity interest in Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his position as a director and officer of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL. As a result, the approximate dollar value of the amount of Mr. Toporekâ€™s and Mr. Lipmanâ€™s interest in the Companyâ€™s transactions with HEL for the six months ended June 30, 2024 was $0 and $0. Â John Belizaire, the Companyâ€™s Chief Executive Officer, and John Bottomley, who were elected to the Board upon the effective time of SCIâ€™s acquisition of Soluna Callisto, serve as directors of HEL. In addition, Mr. Belizaire is the beneficial owner of 1,317,567 shares of common stock of HEL and 102,380 Class Seed Preferred shares, which are convertible into 86,763 shares of common stock of HEL. These interests give Mr. Belizaire an ownership of 10.54% in HEL. Mr. Belizaire also owns an interest in HEL indirectly through his 5.0139% interest of Tera Joule, LLCâ€™s 965,945 Class Seed Preferred shares, which are convertible into 818,596 shares of common stock of HEL. Mr. Bottomley is the beneficial owner of 96,189, or approximately 0.72%, of the outstanding shares of common stock of HEL. Â The Companyâ€™s investment in HEL was initially carried at the cost of investment and was $750 thousand. Based on evaluation of projections for the Companyâ€™s investment in HEL, the Company fully impaired the equity investment of $750 thousand as of December 31, 2022, writing it down to $0. Â The Company owned approximately 1.79% of HEL, calculated on a converted fully diluted basis, as of June 30, 2024 and December 31, 2023. The Company may enter into additional transactions with HEL in the future. Â 12. Stock Based Compensation Â 2023 Plan Â The 2023 Plan was adopted by the Board on February 10, 2023 and approved by the stockholders on March 10, 2023. The 2023 Plan sets the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to 9.75% of the shares of our Common Stock outstanding on the measurement date. Subject to certain adjustments as provided in the 2023 Plan, the maximum aggregate number of shares of our Common Stock that may be issued under the 2023 Plan (excluding the number of shares of our Common Stock subject to Specified Awards (as defined below)) (i) pursuant to the exercise of stock options, (ii) as unrestricted or restricted Common Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the first quarter of our fiscal year ending December 31, 2023 (or January 1, 2023), 9.75% of the number of shares of our Common Stock outstanding as of the first trading day of each quarter . Subject to certain adjustments as provided in the 2023 Plan, (i) shares of our Common Stock subject to the 2023 Plan shall include shares of our Common Stock which revert back to the 2023 Plan in a prior quarter pursuant to the paragraph below, and (ii) the number of shares of our Common Stock that may be issued under the 2023 Plan may never be less than the number of shares of our Common Stock that are then outstanding under (or available to settle existing) 2023 Plan Award grants. Â 29 Â Â On June 29, 2023, at the Annual Shareholder Meeting, the Amended and Restated 2023 Stock Incentive Plan was approved. The Amended and Restated 2023 Plan will, among other things, increase the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to 23.75% of the shares of our Common Stock outstanding on the measurement date. Subject to certain adjustments as provided herein, the maximum aggregate number of Common Shares that may be issued hereunder (excluding the number of Common Shares subject to Specified Awards (as hereinafter defined)) (i) pursuant to the exercise of Options, (ii) as unrestricted Common Shares or Restricted Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the third quarter of our fiscal year ending December 31, 2023 (or July 1, 2023), 23.75% of the number of Common Shares outstanding as of the first trading day of each quarter. Subject to certain adjustments as provided herein, (A) Common Shares subject to this Plan shall include Common Shares which reverted back to this Plan in a prior quarter, and (B) the number of Common Shares that may be issued under this Plan may never be less than the number of Common Shares that are then outstanding under (or available to settle existing) Awards. For purposes of determining the number of Common Shares available under this Plan, Common Shares withheld by the Company to satisfy applicable tax withholding or exercise price obligations pursuant to Section 10(e) of this Plan shall be deemed issued under this Plan. In the event that, prior to the date this Plan shall terminate, any Award granted under this Plan expires unexercised or unvested or is terminated, surrendered or cancelled without the delivery of Common Shares, or any shares of Restricted Stock are forfeited back to the Company, then the Common Shares subject to such Award may be made available for subsequent Awards under the terms of this Plan. As used in this Plan, â€œSpecified Awardsâ€ shall mean (i) Awards to Eligible Persons who are not employed or engaged by the Company or any of its subsidiaries as of the last day of any fiscal quarter of the Company, commencing with the fiscal quarter ending March 31, 2023 and (ii) Awards that have a grant date at least three (3) years prior to the last day of any fiscal quarter of the Company, commencing with the fiscal quarter ending March 31, 2023. Â 2021 Plan Â The Companyâ€™s 2021 Plan was adopted by the Board on February 12, 2021 and approved by the stockholders on March 25, 2021. The 2021 Plan was amended and restated effective as of October 29, 2021, and May 27, 2022, respectively. The 2021 Plan authorizes the Company to issue shares of common stock upon the exercise of stock options, the grant of restricted stock awards, and the conversion of restricted stock units (collectively, the â€œAwardsâ€). The Compensation Committee has full authority, subject to the terms of the 2021 Plan, to interpret the 2021 Plan and establish rules and regulations for the proper administration of the 2021 Plan. Subject to certain adjustments as provided in the 2021 Plan, the maximum aggregate number of shares of the Companyâ€™s common stock that may be issued under the 2021 Plan (i) pursuant to the exercise of options, (ii) as shares or restricted stock and (iii) in settlement of RSUs shall be limited to (A) during the Companyâ€™s fiscal year ending December 31, 2021 (the â€œ2021 Fiscal Yearâ€), 1,460,191 Shares, (B) for the period from January 1, 2022 to June 30, 2022, fifteen percent (15%) of the number of Shares outstanding on January 3, 2022, which was the first trading day of 2022, and (C) beginning with the third quarter of the Companyâ€™s fiscal year ending December 31, 2022 (the â€œ2022 Fiscal Yearâ€), fifteen percent (15%) of the number of Shares outstanding as of the first trading day of each quarter, net of any Shares awarded in the previous quarter(s). Subject to certain adjustments as provided in the 2021 Plan, (i) shares subject to the 2021 Plan shall include shares reverted back to the Company pursuant the 2021 Plan in a prior year or quarter, as applicable, as provided herein and (ii) the number of shares that may be issued under the 2021 Plan may never be less than the number of shares that are then outstanding under (or available to settle existing) Awards. For purposes of determining the number of shares available under the 2021 Plan, shares withheld by the Company to satisfy applicable tax withholding or exercise price obligations pursuant to the 2021 Plan shall be deemed issued under this Plan. In the event that, prior to the date on which the 2021 Plan shall terminate, any Award granted under the 2021 Plan expires unexercised or unvested or is terminated, surrendered, or cancelled without the delivery of shares of common stock, or any Awards are forfeited back to the Company, then the shares of common stock subject to such Award may be made available for subsequent Awards under the terms of the 2021 Plan. Â On March 10, 2023, at the Special Shareholder Meeting, the Third Amended and Restated 2021 Stock Incentive Plan was approved. The Third Amended and Restated 2021 Plan will, among other things, (a) increase the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to 18.75% of the shares of our Common Stock outstanding on the measurement date and (b) allow us to grant awards of shares of our 9.0% Series A Cumulative Perpetual Preferred Stock (â€œSeries A Preferred Stockâ€) (with and without restrictions). Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Common Stock that may be issued under the Third Amended and Restated 2021 Plan (excluding the number of shares of our Common Stock subject to Specified Awards (as defined below)) (i) pursuant to the exercise of stock options, (ii) as unrestricted or restricted Common Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the first quarter of our fiscal year ending December 31, 2023 (or January 1, 2023), 18.75% of the number of shares of our Common Stock outstanding as of the first trading day of each quarter. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Series A Preferred Stock that may be issued under the Third Amended and Restated 2021 Plan as unrestricted or restricted Series A Preferred Stock shall equal $3,600,000 valued as of the effective date of the Third Amended and Restated 2021 Plan as determined at the lower of the closing price of our Series A Preferred Stock on Nasdaq on such date or the average of the daily volume weighted average price of our Series A Preferred Stock on Nasdaq as reported by Bloomberg L.P. for a period of five (5) consecutive trading days ending on such date. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, (i) shares of our Common Stock and Series A Preferred Stock, as applicable, subject to the Third Amended and Restated 2021 Plan shall include shares of our Common Stock and Series A Preferred Stock, as applicable, which revert back to the Third Amended and Restated 2021 Plan in a prior quarter or fiscal year, as applicable, pursuant to the paragraph below, and (ii) the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that may be issued under the Third Amended and Restated 2021 Plan may never be less than the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that are then outstanding under (or available to settle existing) 2021 Plan Award grants. For purposes of the Third Amended and Restated 2021 Plan, â€œSpecified Awardsâ€ means (i) 2021 Plan Awards issued to Eligible Persons who are not employed or engaged by us or any of our subsidiaries as of the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023, and (ii) 2021 Plan Awards that have a grant date at least three (3) years prior to the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023. The exclusion of Specified Awards from the determination of the maximum aggregate number of shares of our Common Stock available for issuance under the Third Amended and Restated 2021 Plan could have material effect on the number of shares of our Common Stock available for issuance thereunder and could have a material dilutive effect on our stockholders. Â 30 Â Â The Board approved amendments to both the 2021 and 2023 Plans on April 15, 2024. The amendments were subsequently approved by the stockholders at the 2024 Annual Meeting on May 30, 2024. Under the Plans, the number of shares of common stock available for awards is limited to, 18.75% for the 2021 Plan and 23.75% for the 2023 Plan of the number of Common Shares outstanding as of the first trading day of each quarter. The amendments to each Plan would change the calculation of this limitation to reflect the applicable percentage to 18.75% and 23.75% respectively, after giving effect to the increase in the number of shares subject to Awards after giving effect to the amount to the increase as of the date of the calculation. Â Under the 2023 Plan and 2021 Plan, the Company may grant stock options, restricted stock awards (RSAs) and restricted stock units (RSUs) to executive, management, employees, directors, and certain nonemployee personnel. The awards issued under the Plans can vest immediately, over

time or based upon the achievement of market, performance, or service conditions. RSAs and RSUs can vest immediately but generally vest ratably over three years and Performance RSUs generally fully vest after three years, subject to achieving market, service or performance conditions. In addition, the Company recognizes certain Awards held by certain employees and nonemployees that vest upon separation. Each share granted subject to an Award reduces the number of shares available under the 2023 Plan and 2021 Plan by one share. Â The fair value of stock options is estimated based on the Black-Scholes model, taking into account the historical volatility of our stock, consistent with the accounting guidance. The risk-free interest rate is based on the risk-free zero-coupon rate for a period consistent with the expected option term at the time of grant. The expected option term is calculated based on our historical forfeitures and cancellation rates. Â During April 2024, the Company cancelled certain vested Awards and modified the terms of certain unvested Awards, to permit different settlement outcomes. The service period and vesting terms were changed at the time of modification. All such vested Awards were fully vested as of the cancellation date and all compensation cost had been recognized. All such unvested equity awards were probable of vesting as of the modification date and the change was accounted for as a Type I modification. In a Type I modification, the Company is required to calculate the incremental difference of the awards, which equals the difference of new award value inclusive of estimated forfeitures and the fair value of the original award as of the modification date. As of the modification date, there is no reversal or adjustment of previously recognized stock compensation expense. Â Within the 2021 and 2023 Plans, certain master grant agreements were executed on April 15, 2024 that have the potential for future additional grants based on additional stock activity through certain anti-dilution provisions. A mutual understanding of the terms and conditions for the specific awards cannot be obtained until a later date after all stock activity has occurred in the future period and necessary approvals are obtained. When Board approval is obtained and the two grant conditions are met, the grant date will be identified and evidenced through an additional restricted stock agreement. The compensation cost will be recognized per the vesting schedule within the agreement with no catch-up for the reduced period. Â The accounting impact resulting from the recognition of this equity-based compensation limits the comparability of the Companyâ€™s financial statements between periods. Â During the three and six months ended June 30, 2024, the Company awarded 391,544 restricted stock awards under the 2021 Plan, valued at $1.52 per share based on the closing market price of the Companyâ€™s common stock on the date of the grant. The Company awarded 90,734 restricted stock awards under the 2021 Plan, valued at $2.41 per share based on the closing market price of the Companyâ€™s common stock on the date of the grant. The Company awarded 1,892,300 preferred A restricted stock awards under the 2021 Plan, valued at $2.50 per share based on the closing market price of the Companyâ€™s preferred A stock on the date of the grant. The Company awarded 610,234 restricted stock awards under the 2023 Plan, valued at $1.52 per share based on the closing market price of the Companyâ€™s common stock on the date of the grant. The Company awarded 57,255 restricted stock awards under the 2023 Plan, valued at $2.41 per share based on the closing market price of the Companyâ€™s common stock on the date of the grant. 25,309 of the restricted stock awards vest immediately, 2,022,246 of the restricted stock awards vest at separation from the Company, 690,223 of the restricted stock awards vest 33% on June 1 ,2024, 33% on June 1, 2025 and 34% on June 1, 2026, and 304,289 of the restricted stock awards vest 33% on June 1, 2025, 33% on June 1 , 2026 and 34% on June 1, 2027. Â During the three months ended June 30, 2023, the Company did not issue any equity awards under its 2021 or 2023 Plans. Â During the six months ended June 30, 2023, the Company awardedÂ 500,000Â restricted stock units under the 2021 Plan, valued at $0.2986Â per share based on the closing market price of the Companyâ€™s common stock on the date of the grant. The restricted stock units vested during May 2023. Â The Company will recognize the compensation expense on a straight-line basis over the service period for the entire Awards. Accordingly, as of June 30, 2024, the Awards from the Plans are presented at fair value within the stockholdersâ€™ equity section of the Companyâ€™s balance sheet. Â As of June 30, 2024, unrecognized compensation cost related to unvested Awards was approximately $5.8 million. That cost is expected to be recognized over a weighted-average period of approximately 2.4 years. Â On April 15, 2024, a modification related to the cancellation of 48,547 under the water stock options granted to eight board members. The options were replaced with new awards of restricted stock. The amount of incremental compensation cost resulting from the modification was approximately $4.0 million. There were no modifications during the three and six months ended June 30, 2023. Â 31 Â Â 13. Effect of Recent Accounting Updates Â Accounting Updates Effective for fiscal year 2024 Â Changes to U.S. GAAP are established by the Financial Accounting Standards Board (the â€œFASBâ€) in the form of accounting standard updates (â€œASUsâ€) to the FASBâ€™s Accounting Standards Codification (â€œASCâ€). The Company considered the applicability and impact of all ASUs. ASUs not mentioned below were assessed and determined to be either not applicable or are expected to have minimal impact on our consolidated financial position or results of operations. Â Accounting Updates Not Yet Effective Â Improvements to Reportable Segment Disclosures Â In November 2023, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update (ASU) 2023-07, Segment Reporting (Topic 280): Improvement to Reportable Segment Disclosures (ASU 2023-07), which requires disclosure of incremental segment information on an annual and interim basis, primarily through enhanced disclosures of significant segment expenses. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024 and requires retrospective application to all periods presented upon adoption. Early adoption is permitted. The Company is currently evaluating the impact that ASU 2023-07 will have on its condensed consolidated financial statements and disclosures. Â Crypto Assets (Subtopic 350-60): Accounting for and Disclosure of Crypto Assets Â In December 2023, the FASB issued ASU 2023-08, Intangibles - Goodwill and Other - Crypto Assets (Subtopic 350-60): Accounting for and Disclosure of Crypto Assets, which establishes accounting guidance for crypto assets meeting certain criteria. Bitcoin meets this criteria. The amendments require crypto assets meeting the criteria to be recognized at fair value with changes recognized in net income each reporting period. Upon adoption, a cumulative-effect adjustment is made to the opening balance of retained earnings as of the beginning of the annual reporting period of adoption. ASU 2023-08 is effective for fiscal years beginning after December 15, 2024, including interim periods within those fiscal years. Early adoption is permitted. The guidance is not expected to have an impact on the Companyâ€™s condensed consolidated financial statements and disclosures, unless the Company intends to hold crypto assets. Â Improvements to Income Tax Disclosures Â In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures (ASU 2023-09), which requires disclosure of incremental income tax information within the rate reconciliation and expanded disclosures of income taxes paid, among other disclosure requirements. ASU 2023-09 is effective for fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company is currently evaluating the impact that ASU 2023-09 will have on its condensed consolidated financial statements and disclosures. Â Stock Compensation Â In March 2024, the FASB issued ASU 2024-01,Â Compensationâ€”Stock Compensation (Topic 718): Scope Application of ProfitsÂ Interest and Similar AwardsÂ (â€œASU 2024-01â€), to clarify the scope application of profitsÂ interest and similar awards by adding illustrative guidance inÂ ASC 718, CompensationÂ â€“Stock CompensationÂ (â€œASC 718â€). ASU 2024-01 clarifies how to determine whether profits interest and similar awards should be accounted for as a share-based payment arrangement (ASC 718) or as a cash bonus or profit-sharing arrangementÂ (ASC 710, Compensationâ€”General,Â or other guidance)Â and applies to all reporting entities that account for profits interest awards as compensation to employees or non-employees. In addition to adding the illustrative guidance, ASU 2024-01 modified the language in paragraph 718-10-15-3 to improve its clarity and operability without changing the guidance. ASU 2024-01 is effective for fiscal years beginning after December 15, 2024, including interim periods within those annual periods. Early adoption is permitted. The amendments should be applied either retrospectively to all prior periods presented in the financial statements, or prospectively to profits interests and similar awards granted or modified on or after the adoption date. The Company is currently assessing the impacts of adopting ASU 2024-01 on its condensed consolidated financial statements and disclosures. Â 32 Â Â 14. PROJECT MARIE Â As previously disclosed in Footnote 8, on December 20, 2022, Soluna MC Borrowing 2021-1 LLC (â€œBorrowerâ€), an indirect wholly owned subsidiary of Soluna Holdings, Inc. (the â€œCompanyâ€), received a Notice of Acceleration and Repossession (the â€œNYDIG Noticeâ€) from NYDIG ABL LLC (â€œNYDIGâ€) with respect to the Master Equipment Finance Agreement, dated as of December 30, 2021 (the â€œMEFAâ€), by and between Borrower and NYDIG. The NYDIG Notice states that (a) Borrower failed to observe or perform certain covenants, conditions or agreements contained in the MEFA and such failure continued unremedied for a period of ten days after Borrowerâ€™s knowledge of such breach, which resulted in an event of default under the MEFA, and (b) Borrower defaulted under the guaranty, collateral agreement, or other support agreement, which resulted in an event of default under the MEFA. In addition, the NYDIG Notice states that Borrower failed to pay certain payments of principal and interest under the MEFA when due, which failure also constituted an event of default under the MEFA. As a result of the foregoing events of default, and pursuant to the MEFA, NYDIG (x) declared the principal amount of all loans due and owing under the MEFA and all accompanying Loan Documents (as defined in the MEFA) to be due and immediately payable, (y) imposed a default rate of interest on any outstanding principal amount of each loan (together with all then unpaid interest accruing thereon) and all other obligations under the MEFA and the Loan Documents, and (z) demanded the return of all equipment subject to the MEFA and the Loan Documents. Â The assets which secure the MEFA represent substantially all of the Companyâ€™s mining assets at the site and certain of the operating assets of Project Marie, a 20 MW facility located in Kentucky. The obligations of Borrower under the MEFA and reflected in the NYDIG Notice are ring-fenced to Borrower and its direct parent company, Soluna MC LLC. The Company is not a party to any guaranty, collateral agreement or other support agreement with or for the benefit of NYDIG. For the year ended December 31, 2022, the principal balance of $10.5 million became due immediately and the Borrower was to bear interest, at a rate per annum equal to 2.0% plus the rate per annum otherwise applicable to such obligations set forth in the Master Agreement. As of December 31, 2023, the Company reduced the outstanding debt by the repossessed collateralized assets net book value of $3.4 million less accrued interest that was paid off first when the collateral was repossessed of approximately $740 thousand, legal fees of approximately $251 thousand, and an additional penalty expense of $1.0 million, reducing the debt outstanding to approximately $9.2 million as of December 31, 2023. Also, as the Company was not able to obtain a waiver, the outstanding deferred financing costs were written off on September 5, 2023. NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIGâ€™s motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. As of June 30, 2024, the Company has an outstanding principal balance of approximately $9.2 million and an outstanding interest and penalty balance of approximately $1.5 million. Â On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, which resulted in a reportable disposition of all of the Companyâ€™s mining assets at the site and certain of the operating assets of Project Marie. The total net book value of the collateralized assets that were repossessed totaled $3.4 million which were written off the Companyâ€™s books for the three months ended March 31, 2023, with an offset to the outstanding loan. Additionally, NDYIG has stated its intention to pursue SCI, the parent company of Guarantor, under a piercing of the corporate veil claim relating to Defendantsâ€™ debts and liabilities under the loan documents. SCI denies any such liability and has filed a complaint for a declaratory judgment against NYDIG in the Eighth Judicial District Court in Clark County, Nevada on March 16, 2023 seeking a declaratory judgment as to such matter. In a related development, also on February 23, 2023, the Borrower received a notice of termination of the Management and Hosting Services Agreement with CC Metals and Alloys, LLC. As a result of this action and certain other characteristics of the facility, the Company elected to shut down the Marie facility. The Company believes it will maximize its profits and return on assets by concentrating its personnel and capital on its Dorothy Facility. Â With the notice of termination of the Management and Hosting Services from CCMA, the Company notes that this event triggered the impairment of the remaining fixed assets at the Marie facility for the year ended December 31, 2022. Based on the closure of operations on Project Marie, the Company performed an impairment analysis and determined that approximately $2.4 million of equipment and leasehold approvements associated with Project Marie that were not attached with the repossession of NYDIG collateralized assets were impaired as of the year-ended December 31, 2022. Â For the first quarter of 2023, the Company assessed whether the abandonment of the Project Marie facility qualified for the classification of discontinued operations under ASC 205-20-45-1B and 1C. A disposal of a component of an entity or a group of components of an entity shall be reported in discontinued operations if the disposal represents a strategic shift that has (or will have) a major effect on an entityâ€™s operations and financial results when any of the following occurs: Â 33 Â Â a. The component of an entity or group of components of an entity meets the criteria in paragraph 205-20-45-1E to be classified as held for sale. Â b. The component of an entity or group of components of an entity is disposed of by sale. Â c. The component of an entity or group of components of an entity is disposed of other than by sale in accordance with paragraph 360-10-45-15 (for example, by abandonment or in a distribution to owners in a spinoff). Â As such, the Company deemed that criteria c was applicable as the Project Marie facility was abandoned and ceased further operations beginning on February 23, 2023. However, to qualify for reporting as discontinued operations, it must represent a strategic shift. Per ASC 205-20-45-1C, examples of a strategic shift that has (or will have) a major effect on an entityâ€™s operations and financial results could include a disposal of a major geographical area, a major line of business, a major equity method investment, or other major parts of an entity. A strategic shift implies that the disposal must result from a change in the way management had intended to run the business. Management does not believe the closure of Project Marie represented a strategic shift as the Company still fully intends to manage operations through data hosting with customers and proprietary mining arrangements for future pipelines, as such the strategic shift criteria was not met and will not qualify as discontinued operations. Â However, per ASC 360-10-50-3A, in addition to the disclosures in paragraph 360-10-50-3, if a long-lived asset (disposal group) includes an individually significant component of an entity that either has been disposed of or is classified as held for sale and does not qualify for presentation and disclosure as discontinued operation, a public business entity shall disclose the pretax profit or loss of the individually significant component of an entity for the period in which it is disposed of or is classified as held for sale and for all prior period that are presented in the statement where net income is reported in accordance with ASC 205-20-45-6 through 45-9. Since the evaluation related to prior quarter, the Company has included comparative pretax loss for Project Marie for the three and six months ended June 30, 2024 and June 30, 2023. Â Set forth below are the results of Project Marie: Â Schedule of Results of Project Marie Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â (Dollars in thousands)Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â Â 2024Â Â 2023Â Â Â Â

milestones and structure. In partial consideration of the amendment to the October Secured Notes discussed above, the investors agreed to release certain collateral covered by their security agreement to permit the Company to proceed forward with the initial phase of Project Dorothy, which we expect to be partially funded by Spring Lane, which the Company expects to complete in the near future. Â On August 5, 2022, the Company entered into a Contribution Agreement (the â€œDorothy Contribution Agreementâ€) with Spring Lane, Soluna DV Devco, LLC (â€œDevcoâ€), an indirect wholly-owned subsidiary of SCI, and DVSL an entity formed in order to further the Companyâ€™s development for Project Dorothy, (each, a â€œPartyâ€ and, together, the â€œPartiesâ€). Pursuant to the Dorothy Contribution Agreement, the Company committed to a capital contribution of up to approximately $26.3 million to DVSL (the â€œCompany Commitmentâ€), and on August 5, 2022, the Company was deemed to have contributed approximately $8.1 million, through payment of capital expenditures and development costs made on behalf of DVSL by the Company prior to August 5, 2022. Further under the Agreement, Spring Lane committed to a capital contribution of up to $12.5 million to DVSL (the â€œSpring Lane Dorothy Commitmentâ€), and as of December 31, 2022, Spring Lane had actually contributed approximately $4.8 million. Under the Dorothy Contribution Agreement, the Company and Spring Lane have committed to make subsequent contributions, up to their respective Company Commitment and Spring Lane Dorothy Commitment amounts, on a pro rata basis, upon receipt of a contribution request from DVSL, as set forth in the Dorothy Contribution Agreement and subject to the satisfaction of certain conditions described therein. The proceeds of any subsequent commitments will be applied to pay project costs in accordance with the project budget. Â In exchange for their contributions, the Company and Spring Lane were issued 67.8% and 32.2% of the Class B Membership Interests in DVSL, respectively, and were admitted as Class B members of DVSL. Further pursuant to the Agreement, DVSL issued 100% of its Class A Membership Interests to Devco. The Dorothy Contribution Agreement contains customary indemnification provisions, liquidation provisions and governance provisions with respect to DVSL. The Parties also entered into an Amended and Restated Limited Liability Company Agreement of DVSL providing for the governance of DVSL. Â Soluna evaluated this legal entity under ASC 810, Consolidations and determined that DVSL is a variable interest entity that should be consolidated into Soluna, with a non-controlling interest recorded to account for Spring Laneâ€™s equity ownership of the Company. Soluna has a variable interest in DVSL. The entity was designed by Soluna to create an entity for outside investors to invest in specific projects. The creation of this entity resulted in Soluna, through its equity interest in DVSL, absorbing operational risk that the entity was created to create and distribute, resulting in Soluna having a variable interest in DVSL. Â On March 10, 2023, the Company along with Devco, and Soluna DVSL ComputeCo, LLC, a Delaware limited liability company (the â€œProject Companyâ€) entered into a Purchase and Sale Agreement (the â€œPurchase and Sale Agreementâ€) with Soluna SLC Fund I Projects Holdco, LLC, a Delaware limited liability company (â€œSpring Laneâ€) that is wholly owned indirectly by Spring Lane Management LLC. The Project Company is constructing a modular data center with a peak demand of 25 megawatts (the â€œDorothy Phase 1A Facilityâ€). Â Under a series of transactions in February 2023 and March 2023, culminating in the March 10, 2023 Purchase and Sale Agreement, the Company sold to Spring Lane certain Class B Membership Interests for a purchase price of $7,500,000 (the â€œSaleâ€). After giving effect to the Sale, the Company owned 6,790,537 Class B Membership Interests (constituting 14.6% of the Class B Membership Interests) and Spring Lane owns 39,791,988 Class B Membership Interests (constituting 85.4% of the Class B Membership Interests). The cash portion of the purchase price paid by Spring Lane to the Company was $5,770,065, which represented the purchase price of $7,500,000 less the Companyâ€™s pro rata share of certain contributions funded entirely by Spring Lane in the earlier portion of this series of transactions occurring during February 2023 and March 2023. As a further part of these transactions, the parties agreed that from January 1, 2023 onwards, Soluna would bear only 14.6% of the costs relating to the construction and operation of the Dorothy Phase 1A Facility, compared to its 67.8% share until that time, including during the calendar year 2022. After Spring Lane Capital realizes an 16% Internal Rate of Return hurdle on its investments, the Company retains the right to 50% of the profits on Soluna DVSL ComputeCo. In connection with the Spring Lane transactions and agreements, Soluna DV Services, LLC. will be providing the operations and maintenance services to Soluna DVSL ComputeCo, LLC. Soluna DV Services, LLC expects to receive a margin of 20% for services rendered. Â Concurrently with the Sale, the Company, Spring Lane, Devco and the Project Company entered into (a) the Fourth Amended and Restated Limited Liability Company Agreement of the Project Company, dated as of March 10, 2023 (the â€œFourth A&R LLCAâ€), an amendment and restatement of the Third Amended and Restated Limited Liability Company Agreement of the Project Company dated as of March 3, 2023, and (b) the Amended and Restated Contribution Agreement, dated as of March 10, 2023 (the â€œA&R Contribution Agreementâ€), an amendment and restatement of the Contribution Agreement dated as of August 5, 2022. The Fourth A&R LLCA provides for certain updates in respect of Spring Laneâ€™s majority ownership. The A&R Contribution Agreement reflects updated pro rata member funding percentages as a result of the Sale as well as updated contribution caps for each of the Company and Spring Lane. Â 35 Â Â As of January 1, 2023, there were no changes in the Limited Liability Agreement of the Company other than those related to incorporating the new investment and the purpose and design of the Company has not changed. The Company evaluated the power and benefits concepts under ASC 810 to determine whether the change in investment of Class B memberships would change the consolidation of the DVSL, and the Company concluded that, after the additional investment by Spring Lane, Soluna continues to have a controlling financial interest in DVSL. In addition, the Company continues to have the power and benefits associated with DVSL and therefore will continue to consolidate. Â The carrying amount of the VIEâ€™s assets and liabilities was as follows: Â Schedule of Variable Interest Entities of Assets and Liabilities (Dollars in thousands)Â June 30, 2024Â Â December 31, 2023Â Â Â Â Â Â Â Â Current assets:Â Â Â Â Â Â Â Â Cash and restricted cashÂ $3,090Â Â $2,275Â Accounts receivableÂ Â 1,105Â Â Â 1,201Â Other receivable, related partyÂ Â 283Â Â Â 185Â Prepaids and other current assetsÂ Â 29Â Â Â -Â Total current assetsÂ Â 4,507Â Â Â 3,661Â Â Â Â Â Â Â Â Â Â Other assets- long term, related partyÂ Â 2,192Â Â Â 2,172Â Operating lease right-of-use assetsÂ Â 87Â Â Â 90Â Property, plant, and equipmentÂ Â 13,195Â Â Â 13,712Â Total assetsÂ $19,981Â Â $19,635Â Â Â Â Â Â Â Â Â Current liabilities:Â Â Â Â Â Â Â Â Accounts payable, related partyÂ $95Â Â $-Â Accrued expenseÂ Â 1,011Â Â Â 677Â Customer deposits-currentÂ Â 1,300Â Â Â -Â Operating lease liabilityÂ Â 7Â Â Â 7Â Current portion of debtÂ Â Â Â Â Â Total current liabilitiesÂ Â 2,413Â Â Â 684Â Operating lease liabilityÂ Â 80Â Â Â 83Â Customer deposits- long termÂ Â -Â Â Â 1,190Â Other liabilities, related partyÂ Â 224Â Â Â 224Â Â Â Â Â Â Â Â Â Â Total liabilitiesÂ $2,717Â Â $2,181Â Â Effective, January 1, 2023, the Companyâ€™s ownership in DVSL was reduced from 67.8% to 14.6%; see above for details. Â On May 9, 2023, the Companyâ€™s indirect subsidiary DVCC completed a strategic partnership and financing with a special purpose vehicle, Navitas West Texas Investments SPV, LLC, (â€œNavitasâ€) organized by Navitas Global, to complete the second phase of the Dorothy Project (â€œDorothy 1Bâ€). Under a Contribution Agreement among the parties, the Company owned a substantially complete 25MW data center under construction, in which the Company had contributed capital expenditures for the data center. Soluna and Navitas amended and restated the Initial LLCA (the â€œExisting LLCAâ€) to reflect Navitasâ€™ contribution of $4,500,000 and its receipt of 4,500 Membership Interests, constituting 26.5% of the outstanding Membership Interests of the Company. On June 2, 2023, Soluna and Navitas amended and restated the Existing LLCA to (a) reflect (i) Navitasâ€™s additional capital contribution of $7,596,970 and receipt of an additional 7,597 Membership Interests, for a total of 12,097 Membership Interests and 49% ownership of DVCC, and (ii) Solunaâ€™s additional capital contribution of $1,340,000 and receipt of an additional 1,340 Membership Interests, for a total of 12,590 Membership Interests and 51% ownership of DVCC, and (b) describe the respective rights and obligations of the Members and the management of DVCC. As of June 30, 2024, Navitas owns 45% and Soluna owns 55% of DVCC. Â Soluna evaluated this legal entity under ASC 810, Consolidations and determined that DVCC is a variable interest entity that should be consolidated into Soluna, with a non-controlling interest recorded to account for Navitaâ€™s equity ownership of the Company. Soluna has a variable interest in DVCC. The entity was designed by Soluna to create an entity for outside investors to invest in specific projects. The creation of this entity resulted in Soluna, through its equity interest in DVCC, absorbing operational risk that the entity was created to create and distribute, resulting in Soluna having a variable interest in DVCC. Â DVCC is a variable interest entity of Soluna due to DVCC being structured with non-substantive voting rights. This is due to the following two factors being met as outlined in ASC 810-10-15-14 that require the Variable Interest Entity model to be followed. Â Â a. The voting rights of Soluna are not proportional to their obligation to absorb the expected losses of the legal entity. Soluna gave Navitas veto rights over significant decisions, which results in Soluna having fewer voting rights relative to their obligation to absorb the expected losses of the legal entity. Â Â Â Â b. Substantially all of DVCCâ€™s activities are conducted on behalf of Soluna, which has disproportionally fewer voting rights. Â 36 Â Â Also, Soluna is the primary beneficiary due to having the power to direct the activities of DVCC that most significantly impact the performance of DVCC due to its role as the manager handling the day-to-day activities of DVCC as well as majority ownership and the obligation to absorb losses or gains of DVCC that could be significant to Soluna. Â Accordingly, the accounts of DVCC are consolidated in the accompanying financial statements. Â The carrying amount of the VIEâ€™s assets and liabilities was as follows for DVCC: Â Schedule of Variable Interest Entities of Assets and Liabilities (Dollars in thousands)Â June 30, 2024Â Â December 31, 2023Â Â Â Â Â Â Â Â Current assets:Â Â Â Â Â Â Â Â Cash and restricted cashÂ $2,018Â Â $2,575Â Accounts receivableÂ Â 98Â Â Â 217Â Prepaids and other current assetsÂ Â 29Â Â Â -Â Other receivable, related partyÂ Â 743Â Â Â 476Â Total current assetsÂ Â 2,888Â Â Â 3,268Â Â Â Â Â Â Â Â Â Other assets- long term, related partyÂ Â 2,192Â Â Â 2,172Â Operating lease right-of-use assetsÂ Â 87Â Â Â 90Â Property, plant, and equipment, netÂ Â 19,786Â Â Â 22,188Â Total assetsÂ $24,953Â Â $27,718Â Â Â Â Â Â Â Â Â Current liabilities:Â Â Â Â Â Â Â Â Accounts payable, related partyÂ $1,493Â Â $1,259Â Accrued expenseÂ Â 1,271Â Â Â 2,213Â Operating lease liabilityÂ Â 7Â Â Â 7Â Current portion of debtÂ Â 460Â Â Â 1,682Â Total current liabilitiesÂ Â 3,231Â Â Â 5,161Â Â Â Â Â Â Â Â Â Operating lease liabilityÂ Â 80Â Â Â 83Â Total liabilitiesÂ $3,311Â Â $5,244Â Â 16. Segment Information Â The Company applies ASC 280, Segment Reporting, in determining its reportable segments. The Company has two reportable segments: Cryptocurrency Mining and Data Center Hosting. The guidance requires that segment disclosures present the measure(s) used by the Chief Operating Decision Maker (â€œCODMâ€) to decide how to allocate resources and for purposes of assessing such segmentsâ€™ performance. The Companyâ€™s CODM is comprised of several members of its executive management team who use revenue and cost of revenues of both reporting segments to assess the performance of the business of our reportable operating segments. Â No operating segments have been aggregated to form the reportable segments. The Company does not allocate all assets to the reporting segments as these are managed on an entity-wide basis. Therefore, the Company does not separately disclose the total assets of its reportable operating segments. Â The Cryptocurrency Mining segment generates revenue from the cryptocurrency the Company earns through its mining activities, which is currently generated from Project Dorothy, and previously from Project Sophie and Marie. The Data Center Hosting segment generated revenue from contracts for the provision/consumption of electricity and operation of the data center from the Companyâ€™s high performance computing facilities previously at Project Marie and currently from Project Sophie and Project Dorothy. Â For the three months ended June 30, 2024 and 2023, approximately 100% and 0% of the Companyâ€™s cryptocurrency mining revenue was generated from Project Dorothy 1B (data center located in Silverton, Texas), 0% and 100% from Project Sophie (data center located in Murray, Kentucky), respectively. For the six months ended June 30, 2024 and 2023, approximately 100% and 0% of the Companyâ€™s cryptocurrency mining revenue was generated from Project Dorothy 1B, 0% and 79% from Project Sophie, and 0% and 21% from Project Marie, respectively. Â 37 Â Â For three months ended June 30, 2024 and 2023, approximately 73% and 40% of the Companyâ€™s data center hosting revenue was generated from Project Dorothy 1A and 27% and 60% from Project Sophie. For six months ended June 30, 2024 and 2023, approximately 70% and 32% of the Companyâ€™s data center hosting revenue was generated from Project Dorothy 1A, 30% and 48% from Project Sophie, 0% and 19% from Project Marie, and 0% and 1% from Project Edith. Â The Company evaluates performance based on profit or loss from operations before income taxes, accounting changes, items management does not deem relevant to segment performance, and interest income and expense. Inter-segment sales and expenses are not significant. Non-cash items of depreciation and amortization are included within both costs of sales and selling, general and administrative expenses. Â The following table details revenue and cost of revenues for the Companyâ€™s reportable segments for three and six months ended June 30, 2024 and 2023, and reconciles to net income (loss) on the consolidated statements of operations: Â Schedule of Segment Reporting Information Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â (Dollars in thousands)Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Reportable segment revenue:Â Cryptocurrency mining revenueÂ $4,484Â Â $915Â Â $10,880Â Â $3,711Â Data hosting revenueÂ Â 4,898Â Â Â 1,153Â Â Â 10,176Â Â Â 1,439Â Demand response service revenueÂ Â 293Â Â Â -Â Â Â 1,168Â Â Â -Â Total segment and consolidated revenueÂ Â 9,675Â Â Â 2,068Â Â Â 22,224Â Â Â 5,150Â Reportable segment cost of revenue:Â Cost of cryptocurrency mining revenue, exclusive of depreciationÂ Â 1,883Â Â Â 1,160Â Â Â 3,724Â Â Â 3,410Â Cost of data hosting revenue, exclusive of depreciationÂ Â 2,176Â Â Â 759Â Â Â 4,427Â Â Â 1,031Â Cost of revenue-depreciationÂ Â 1,506Â Â Â 539Â Â Â 3,029Â Â Â 1,164Â Total cost of revenuesÂ Â 1,506Â Â Â 539Â Â Â 3,029Â Â Â 1,164Â Total segment and consolidated cost of revenuesÂ Â 5,565Â Â Â 2,458Â Â Â 11,180Â Â Â 5,605Â Reconciling items:Â General and administrative expensesÂ Â 7,785Â Â Â 6,515Â Â Â 14,183Â Â Â 13,252Â Impairment on fixed assetsÂ Â -Â Â Â 169Â Â Â 130Â Â Â 379Â Interest expenseÂ Â 449Â Â Â 486Â Â Â 873Â Â Â 1,861Â Loss on debt extinguishment and revaluationÂ Â 5,600Â Â Â 2,054Â Â Â 8,698Â Â Â 1,581Â Loss (gain) on sale of fixed assetsÂ Â 21Â Â Â (48)Â Â 21Â Â Â 30Â Other expense, netÂ Â 49Â Â Â 238Â Â Â 25Â Â Â 224Â Income tax (benefit) from continuing operationsÂ Â (649)Â Â (547)Â Â (1,197)Â Â (1,093) Net lossÂ Â (9,145)Â Â (9,257)Â Â (11,689)Â Â (16,689) (Less) Net (income) loss attributable to non-controlling interestÂ Â (1,728)Â Â 482Â Â Â (4,438)Â Â 852Â Net loss attributable to Soluna Holdings, Inc.Â $(10,873)Â $(8,775)Â $(16,127)Â $(15,837) Â Capital expendituresÂ Â 44Â Â Â 2,035Â Â Â 278Â Â Â 2,895Â Depreciation and amortizationÂ Â 3,909Â Â Â 2,918Â Â Â 7,834Â Â Â 5,920Â Â 17. Subsequent Events Â Amendment to June 2024 Secured Note Financing Â On July 12, 2024, the Company, CloudCo, Soluna Cloud, and the Existing Investor entered into a First Amendment to the Note Purchase Agreement (the â€œJune SPA Amendmentâ€). This amendment allows CloudCo to issue additional secured promissory notes totaling $1,250,000 (the â€œAdditional Notesâ€) to new accredited investors (the â€œAdditional Investorsâ€). These Additional Notes are subject to the same terms and conditions as the June 2024 Secured Note financing and are supported by the Cloud Agreements and the Holdings Agreements. Â 38 Â Â To further incentivize the Additional Investors, Soluna Cloud will issue warrants (the â€œCloud Additional Warrantsâ€) to each Additional Investor. These Cloud Additional Warrants are exercisable within three years from the effective date of the June SPA Amendment. They allow the purchase of a number of shares of Soluna Cloud common stock equal to 1.25% of Soluna Cloudâ€™s issued and outstanding common stock as of the Cloud Additional Warrant date, divided by 0.9875, plus 1.25% of each Qualified Issuance, divided by 0.9875. Â A â€œQualified Issuanceâ€ includes any issuance of common stock by Soluna Cloud from the day after the Cloud Additional Warrant date until the earlier of raising an additional $111.25 million or December 31, 2024, as well as shares issuable upon exercise or conversion of convertible securities issued during this period, excluding certain equity compensation plan issuances. Â Dorothy 2 Project Financing Â On July 22, 2024 (the â€œEffective Dateâ€), Soluna Holdings, Inc. (the â€œCompanyâ€) closed financing for the Dorothy 2 project. This project involves Soluna Digital, Inc. (the â€œDeveloperâ€) and Soluna DVSL II ComputeCo, LLC (the â€œComputeCoâ€), a special purpose vehicle initially owned solely by the Developer. They are collaborating on the development, design, procurement, and construction of a 48 MW modular data center (the â€œProject Dorothy 2â€) in Briscoe County, TX. This facility, located in Silverton, Texas, is owned by ComputeCo and operated by Soluna US Services, LLC, and may engage in cryptocurrency, batch processing, and other non-crypto related activities. It is adjacent to two other Soluna modular data center projects at the same site. Â Project Dorothy 2 is financed by Soluna2 SLC Fund II Project Holdco LLC (the â€œInvestorâ€) with a capital contribution of up to $29.98 million, and the Developer, as the parent company of ComputeCo, with an initial capital contribution of up to $4.6 million. As of the Effective Date, the Company and the Developer became co-owners of ComputeCo. Â The Dorothy 2 project allows the Developer to invest in ComputeCo, with the total ownership of the Developer and its affiliates capped at 49% of the Class B Membership Interests. This investment can occur within 30 days after the Effective Date (treated equally to the initial Investor), from day 31 to 180 days after the Effective Date (subject to a purchase price formula with a 20% discount rate), or after 180 days with the initial Investorâ€™s approval. Â On May 16, 2024, the Company secured $1.0 million in financing from the Investor for equipment and machinery for Project Dorothy 2 through an Equipment Loan Agreement (the â€œELAâ€) between SDI SL Borrowing - 1, LLC (the â€œBorrowerâ€) and the Investor. On that date, the Investor lent the Borrower $720,000 to purchase medium voltage cables and low voltage switchboards. This debt was later assigned to ComputeCo on the Effective Date. Subsequently, the Borrower repaid the $720,000 borrowing amount in full by issuing the Investor Class B Membership Interests in the Dorothy 2 project valued at three times the borrowing amount (i.e., $2.16 million). Â 39 Â Â Item 2.Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations Â Unless the context requires otherwise in these notes to the consolidated financial statements, the terms â€œSHI,â€ the â€œCompany,â€ â€œwe,â€ â€œus,â€ and â€œourâ€ refer to Soluna Holdings, Inc. together with its consolidated subsidiaries, â€œSDIâ€ refers to Soluna Digital, Inc. and previously â€œSCIâ€ refers to Soluna Computing, Inc., formerly known as EcoChain, Inc. Â The following discussion of our financial condition and results of operations should be read in conjunction with the Condensed Consolidated Financial Statements and the related notes thereto included in Item 1 of Part I of this

Quarterly Report on Form 10-Q and the audited Consolidated Financial Statements and the related notes thereto and Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations for the year ended December 31, 2023 contained in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, as filed with the Securities and Exchange Commission (the â€œSECâ€) on April 1, 2024. Â In addition to historical information, the following discussion contains forward-looking statements, which involve risk and uncertainties. Our actual results could differ materially from those anticipated in the forward-looking statements. Important factors that could cause actual results to differ include those set forth in Part I Item 1A-Risk Factors in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 and elsewhere in this Quarterly Report on Form 10-Q. Readers should not place undue reliance on our forward-looking statements. These forward-looking statements speak only as of the date on which the statements were made and are not guarantees of future performance. Except as may be required by applicable law, we do not undertake or intend to update any forward-looking statements after the date of this Quarterly Report on Form 10-Q. Please see â€œStatement Concerning Forward-Looking Statementsâ€ below. Â Overview and Recent Developments Â We are a digital infrastructure company specializing in transforming surplus renewable energy into computing resources. Our modular data centers can co-locate with wind, solar, hydroelectric and other renewable power plants and support compute intensive applications including Bitcoin Mining, Generative AI, Scientific Computing and other forms of High Performance Computing (HPC). This pioneering approach to data centers helps energize a greener grid while delivering cost-effective and sustainable computing solutions.Â Â Our mission is to make renewable energy a global superpower using computing as a catalyst. Â SHI through its subsidiaries operates across several business lines: Â Â â— Bitcoin Mining â€“ we collaborate with project-level financial partners to mine Bitcoin at our proprietary data centers. Â Â Â Â Â â— Bitcoin Hosting â€“ we offer data hosting services at our proprietary data centers to prominent Bitcoin Mining companies. Â Â Â Â Â â— Demand Response Services â€“ we utilize our data centers to deliver demand response services to grid operators. Â Â Â Â Â â— AI Cloud Services and Hosting â€“ we are utilizing our data centers to provide specialized AI Cloud and colocation services to companies seeking to train large language models, tune existing AI models, and deploy advanced AI-powered applications. Â Operations and Project Pipeline Â We currently operate 75 MW of facilities across two locations. We have another 216 MW of facilities in development or near shovel ready in the United States. In addition, we have a 2 GW long term pipeline of renewable-energy powered projects. A summary of our pipeline, current and anticipated operating locations are as follows (as of June 30, 2024): Â Project Name Â Location Â MW Â Status Â Business Model Â Power Source Sophie Â Murray, KY Â 25 Â Operating Â Bitcoin Hosting Â Grid / Hydro Dorothy 1A Â Silverton, TX Â 25 Â Operating Â Bitcoin Hosting Â Wind Dorothy 1B Â Silverton, TX Â 25 Â Operating Â Bitcoin Mining Â Wind Dorothy 2 Â Silverton, TX Â 50 Â Shovel Ready Â Bitcoin Hosting Â Wind Kati Â Harlington, TX Â 166 Â Development Â Bitcoin Hosting / AI Â Wind Â 2023 and 2024 overview and developments Â In 2023, we executed on the following four-pronged strategy: (1) Energize Project Dorothy; (2) Cash Flow, Site and Process Optimization; (3) Flagship Expansion; (4) Pipeline growth. In 2024, we continue to execute upon: (1) Optimize Projects; (2) Grow Pipeline; (3) Launch AI; and (4) Finance Opportunities. A summary of our overview and developments in these areas follows below. Â 40 Â Â Energize Project Dorothy Â We transitioned our flagship data center Project Dorothy from construction to operations. ERCOT approved the energizing of the first 50 MW of our new data center on April 20, 2023. We completed the construction and ramping of the facility starting in the spring of fiscal year 2023, and completed the full ramp by the end of October 2023. The data center is co-located with Briscoe Wind Farm (â€œBriscoeâ€), a 150 MW wind power generation facility in Silverton, Texas. The project is comprised of two elements, Project Dorothy 1A (â€œD1Aâ€), and Project Dorothy 1B (â€œD1Bâ€), each 25 MW facilities. Â D1A is focused on Bitcoin Hosting. On April 26, 2023 we signed a 5 MW 2-year hosting deal with Compass Mining at D1A. On April 24, 2023 we signed a 20 MW 2-year hosting agreement with another strategic hosting partner at Dorothy 1A. In the summer of 2023, we completed the construction of D1A and the installation of approximately 7,700 Bitcoin miners between the two customers, resulting in an installed hashrate of approximately 950 PH/s. From May 2023 through December 31, 2023, D1A has consumed over 11,900 MWh of Curtailed Energy from the co-located power plant and achieved a power usage effectiveness (â€œPUEâ€) of 1.03. For the three and six months ended June 30, 2024, D1A has consumed over 12,900 MWh and 28,100 MWh of Curtailed Energy from the co-located power plant and has achieved a PUE of 1.01 as of June 30, 2024. Â The construction of D1A was made possible by a partnership with Spring Lane Capital (â€œSLCâ€), a leading venture capital firm focused on sustainability solutions. On April 22, 2022, we finalized agreements with SLC for a $35 million capital pool to finance Soluna projects alongside renewable energy power plants. Approximately $12.5 million of this was designated for the Dorothy Project. In July 2022, Soluna began tapping into the SLC managed funds to finance Dorothy construction and repay prior funding provided by the Company. In return, SLC received approximately 32% of Class B Membership Interests of D1A. On March 10, 2023, we completed a new series of project-level agreements for $7.5 million from SLC-managed funds. Due to limited liquidity, and access to the capital markets, we sold a portion of our ownership to SLC in 2023. The funds raised aided in the completion of the substation interconnection, and the final stages of project Dorothy. It also provided capital to fund Solunaâ€™s corporate operations. SLC, increased its stake in D1A from approximately 32% to 85%, reducing Solunaâ€™s ownership from 68% to 15%. After SLC achieves an 18% Internal Rate of Return hurdle, Soluna retains 50% of the profits on D1A. Â D1B is focused on Bitcoin Mining through a strategic partnership with Navitas Global (â€œNavitasâ€). On May 9, 2023, we consummated a project-level financing with Navitas, which included a $2 million loan to D1B to complete the construction and a $12.1 million equity investment in the project. After consummating the financing, Navitas owned 49% of D1B and Soluna owned 51%. As of March 31, 2024, Navitas owns 46.7% of D1B, and Soluna owns 53.3%. In June 2023, D1B purchased 8,378 Bitmain Antminer S19s, S19j Pro and S19j Pro+ machines for the partnership. The purchase resulted in an estimated 868 PH/s of hashrate with an average efficiency of 29.9 J/TH and at a cost of $10.59 $/TH. As of December 31, 2023, over 7,900 of the miners had been deployed. D1B was fully energized and began ramping in late October 2023. D1B now has an installed hashrate of 817 PH/s. From July 2023 through December 31, 2023, D1B has consumed over 10,600 MWh of Curtailed Energy from the co-located power plant and achieved a power usage effectiveness (â€œPUEâ€) of 1.03. For the three and six months ended June 30 2024, D1B has consumed over 12,700 and 28,100 MWh of Curtailed Energy from the co-located power plant and achieved a PUE of 1.01 as of June 30, 2024. Â Demand Response Services at Dorothy Â In November 2023, we completed our registration of Project Dorothy for one of ERCOTâ€™s demand response programs establishing the project as a key contributor to intelligent and flexible energy solutions, promoting environmental and economic advantages for the state of Texas. It also allowed us to diversify our revenue. Under the program, we have a single promise to stand ready, on a monthly basis, to deliver a set amount of curtailment (committed capacity) per month when and if called upon by ERCOT. Soluna will be able to generate additional revenue for Project Dorothy by providing this grid resilience support and potentially reduce its power costs, making it among the lowest cost players in the industry. Since November 2023, Project Dorothy has successfully participated and completed in the Winter and Spring demand response periods in ERCOT, and is currently in the summer standby period. Â Cash Flow, Site and Process Optimization Â In the second quarter of 2023, we shifted our business from primarily proprietary Bitcoin Mining to Bitcoin Hosting. We signed 50 MW of hosting agreements at Dorothy 1A and Sophie. Â Sophie Â Project Sophie is a 25 MW data center, based in Murray, Kentucky connected to the grid, (â€œSophieâ€). The project has a Power Purchase Agreement (â€œPPAâ€) that requires the curtailment of the site during certain hours of the day to help balance the Kentucky grid. Â The Company owns 100% of the facility and completed its construction in 2021. In the second quarter of fiscal year 2023, we shifted Project Sophie to Data Hosting, signing contracts with leading Bitcoin miners. We sold older, less efficient Bitcoin mining equipment and used the cash to make operational improvements to the site and to fund corporate operations. Throughout 2023, Sophie progressively secured new more profitable hosting contracts. We have deployed over 8,000 mining machines for hosting in 2023 and 2024 at the site. The Data Hosting agreements generate revenue for a combination of a fixed services fee and a profit share component. The cost of power is passed through to customers. Customers at the site now include leading public Bitcoin Miners such as Bit Digital, Compass Mining, and other leading sustainability focused customers. During the second quarter of 2024, Project Sophieâ€™s team executed well, mitigating the effects of Kentucky tornadoes. Critical infrastructure optimizations were implemented to prepare for the summer heat to improve efficiency and utilize additional available capacity to prepare for Sophieâ€™s AI hosting customer. Â 41 Â Â Marie Â In February 2023, Project Marie, our 20 MW data center in Kentucky was decommissioned. The decision was sparked by following events: Â Â â— NYDIG, our asset-backed-lender on mining and infrastructure equipment, accelerated their loan and repossessed their collateral. Â â— Our Bitcoin Hosting customer, Atlas Technology Group, LLC (â€œAtlasâ€), at the site failed to upgrade and invest in their mining equipment, decreasing the profitability of the site. Â â— Our landlord, CC Metals and Alloys, LLC, (â€œCCMAâ€) terminated our lease. Â As a result, we disposed of all remaining assets at the site, terminated the Atlas hosting agreement, and decommissioned the site. Â Cost Cutting and Process Optimization Â In 2023, we implemented a number of cost cutting measures including staff reductions, renegotiations or termination of key advisory agreements. We ramped up a new Financial Planning and Analysis (â€œFP&Aâ€) function to provide our management and operations teams better insight into the financial performance of our data centers. This helped us find opportunities to improve profitability and proactively address critical issues with infrastructure equipment at all sites. Our MaestroOS software platform managed the efficient operations of projects Dorothy and Sophie through record setting temperatures (hot and cold) in both Texas and Kentucky in 2023. In 2024, our Maestro control system has continued to respond to increases in grid demand throughout the summer. Â Continuing in 2024, our objective is to achieve operational excellence across all data centers, targeting a budgeted EBITDA and maintaining high customer satisfaction. Our infrastructure optimization efforts have been completed to protect equipment against the severe summer heat to include miner heat shielding, building insulation upgrades, and transformer fan kit installations. Â Expand Flagship, Dorothy 2 Â In 2023, we began the planning process for building out the second 50 MW phase of Project Dorothy â€“ Dorothy 2. We completed the design, established new procurement partners, and submitted an updated approval to ERCOT. In May 2024, the Company partnered with Spring Lane Capital (â€œSLCâ€) to finance up to $30 million. The financing will facilitate the construction of the Dorothy 2 facility, in which the parties will begin construction with the goal of achieving initial energization and ramp-up by the end of the first quarter of 2025. Dorothy 2 will feature a stronger waterfall structure and enhanced management and development fees compared to Dorothy 1A, allowing Soluna to benefit from substantial current income during operational phase. On July 22, 2024, the financing on the Dorothy 2 project closed. Project Dorothy 2 will be adjacent to two other Soluna modular data center projects co-located at the same site. Project Dorothy 2 is financed by SLC, which will make a capital contribution up to approximately $29.98 million, and the Company, which will make a capital contribution up to approximately $4.6 million, and as of July 22, 2024 became co-owners of ComputeCo with Soluna Digital, Inc. Â In addition, we have 2 MW of our Project Dorothy 2 site slated for our Helix Pilot, focused on next generation data centers for AI. Â Grow Pipeline Â In 2023, we signed a term sheet for a new 166 MW data center called Kati that will be integrated with a 300 MW wind farm that has surplus energy due to increasing curtailment by the grid. We worked throughout 2023 to advance the project through grid operatorâ€™s, ERCOT planning process, and in 2024 have resubmitted a key study to take into account a change in distance from substation. In May 2024, we announced the signing of a Power Purchase Agreement (â€œPPAâ€) for Project Kati with EDF Renewables and Abu Dhabi Future Energy Company- Masdar. Project Kati will be co-located at a wind facility owned by EDF Renewables and Masdar. Project Kati will be executed in two phases, with each phase delivering 83 MW of renewable energy capacity to power high-performance computing applications including AI. Â For 2024, we aim to double our assets under management to 150 MW by the end of fiscal year 2024 or the beginning of 2025, focusing on constructing and energizing 48 MW of Project Dorothy 2 as noted above, and breaking ground on Project Kati. Â 42 Â Â Launch AI Â On June 18, 2024, CloudCo entered into an HPE Agreement with Hewlett Packard Enterprise Company (â€œHPEâ€). Pursuant to the HPE Agreement, HPE agreed to provide datacenter and cloud services for artificial intelligence and supercomputing processes via Nvidia H100 GPUs to CloudCo in exchange for an aggregate of $34.0 million, including an initial pre-payment of $10.3 million made on June 24, 2024. The HPE Agreement has a term of 36 months, and the services thereunder are expandable upon agreement of the parties. Soluna Cloud will begin offering its services by leveraging HPEâ€™s renewable- powered high performance data centers. Their cutting-edge facilities, known for their energy efficiency and sustainability, will support the environmental sustainability of Soluna Cloudâ€™s operations. Additionally, this collaboration expands Soluna Cloudâ€™s offering beyond just bare-metal infrastructure, making available HPEâ€™s comprehensive software solutions for AI pipelines. As an HPE Partner Ready Service Provider partner, Soluna Cloud will offer its advanced cloud solutions to HPEâ€™s global customer base demonstrating AI expertise and delivery capabilities. Â Solunaâ€™s new Helix data centers will serve as the growth pathway for customers, addressing the growing demand for more sustainable data centers for AI powered by renewable energy. Â On June 24, 2024, Soluna Cloud closed on a $12.5 million secured credit facility to fund the GPU contract and Soluna Cloud startup costs, and on July 17, 2024, raised an additional $1.25 million secured credit facility enabling Soluna Cloud to continue its innovative approach to sustainable AI clouds and meet the increasing demand for renewable-energy powered, high-performance computing solutions. Â Convertible Noteholders Â In 2023, the Company negotiated three amendments to the October Convertible Notes. On February 28, 2024, a fourth amendment was executed. These amendments were focused on extending the maturity date of the notes, lowering the conversion price of the notes, adding features to the notes to allow early payoff with predetermined cost, and the repricing of certain warrants to assist the Company in raising capital for operations. Additionally on May 17, 2024, certain warrants were further repriced to assist in raising additional capital. Â Finance Opportunities Â We plan to raise funds to support our growth initiatives, particularly in our AI hosting business, which we believe is a great fit for our renewable computing data center model. Â Recent Developments and Trends Â Industry Trends Â Solunaâ€™s business is influenced by several industry trends, including: (1) challenges in the Bitcoin ecosystem, (2) the Bitcoin Halving, (3) the Inflation Reduction Act, (4) the global Supply Chain, (5) the growth of AI. Â Bitcoin Ecosystem Â Fiscal years 2022 and 2023 proved challenging for the Bitcoin Mining industry. In 2022, several companies in the ecosystem initiated bankruptcy proceedings due to the severe decline in the price of Bitcoin and, the impact on energy prices of the war in Ukraine. This turmoil continued into most of 2023 with many companies working their way through chapter 11 and flooding the market with equipment sales. The trial of Sam Backman Fried, founder and CEO of FTX, the industryâ€™s largest digital asset exchange, dominated the news and continued to compress the value of Bitcoin. Later in the year Changpeng Zhao, the founder of Binance, the largest cryptocurrency exchange in the world, pleaded guilty to money laundering violations. By the end of 2023, tides began to turn for Bitcoin as major asset managers like Black Rock, Greyscale, and Bitwise filed for Bitcoin Spot ETFs. This caused a surge in Bitcoin price beginning in the tail end of 2023 that has benefited revenues in the ecosystem. Consolidation in the space will likely decrease competition on the Bitcoin network, increasing our pro rata share of profits. Our industry leading power prices will allow us to stay on the network longer. Increased regulation of the industry could increase our costs. Â Bitcoin Halving Â In April 2024, Bitcoin underwent its fourth halving event, occurring approximately every four years or after every 210,000 blocks are mined. During a halving, minersâ€™ rewards for validating transactions and creating new blocks on the Bitcoin blockchain are cut in half, reducing the rate of new Bitcoin generation. This event typically triggers anticipation and speculation within the Bitcoin community and among investors, leading to increased market activity. Price volatility tends to rise before and after a halving as the market reacts to perceived supply scarcity. Mining profitability decreases post-halving, potentially prompting some miners to shut down operations. This often sparks consolidations in the space, reducing the number of mining companies. However, the network automatically adjusts mining difficulty to ensure consistent block production. The halving also causes a supply shock, reducing Bitcoinâ€™s inflation rate and potentially driving long-term price appreciation, although past performance does not guarantee future outcomes. The 2024 halving wasâ€¯the first to happen during a high interest rate environment, and in the presence of strong institutional demand for Bitcoin driven by ETFs. Reduction in block-reward will represent a short-term reduction in revenue. But, the supply-shock effect and the growth of ETF may lessen the volatility in the long run. A projected rise in Bitcoin price in the months after the halving would increase revenues and increase demand for our low-cost data centers. Â Recent events, including the Mt. Gox settlement has significantly impacted Bitcoinâ€™s price and supply due to the reintroduction of approximately 141,000 bitcoins into the market, raising concerns about increased selling pressure and market volatility. Despite these concerns, experts believe the market has sufficient liquidity to absorb the selling pressure, and the impact on Bitcoinâ€™s value is expected to be temporary. The announcement of repayments led to a notable decline in cryptocurrency prices, with Bitcoin experiencing a 6% drop in a single day and the overall market capitalization decreasing by over $170 billion. However, the long-term investment prospects for Bitcoin remain positive, influenced by broader economic factors such as potential Federal Reserve rate cuts. Â 43 Â Â Inflation Rate Act Â The Inflation Reduction Act of 2022 (â€œIRAâ€), signed into law by President Biden, is a significant investment in climate and energy in the U.S. At the time of its passage, legislators estimated that the bill would allocate $370 billion, primarily in the form of tax credits, to a wide array of decarbonization efforts. Recent private estimates are much higher. In March, the Brookings Institute released a study estimating the spending at $1.2 trillion, which is three times the Congressional estimate. The Act aims to tackle the climate crisis, advance environmental justice, secure Americaâ€™s position as a world leader in clean energy manufacturing, and work towards achieving a net-zero economy by 2050. Since its enactment, the Inflation Reduction Act has driven substantial investment in clean energy projects, with over $110 billion announced in new clean-energy manufacturing investments. This includes investments in electric vehicle supply chains and solar manufacturing. Overall, the IRA stimulates economic growth

through renewable energy development and infrastructure reinvestment in the United States. The IRA is accelerating the development of new renewable power plants across the country and extending the tax incentives. This growth is likely to exacerbate the wasted energy problem as grid transmission will not keep pace. In 2024, new guidance was issued allowing eligible taxpayers to sell their energy tax credits to unrelated parties, further incentivizing clean energy investments and potentially increasing the companyâ€™s long-term project pipeline. Â Supply Chain Â The global supply chain is facing challenges, particularly in the electric power sector, due to the scarcity of power infrastructure components like transformers. The electric grid component market is experiencing a supply and demand mismatch, leading to an ongoing shortage of transformers and other grid components. Over 70% of transmission and power transformers in the U.S. are over 25 years old, and there is insufficient manufacturing capacity to meet the demand for grid transformers and component parts. Factors contributing to the scarcity include aging infrastructure, increasing demand for electricity, extreme weather events threatening reliability, insufficient domestic manufacturing capacity, and reliance on foreign suppliers. President Biden authorized the use of the Defense Production Act Title III to accelerate domestic production of electric grid transformers and components to address the shortage. Companies are using emergency stocks of components, reviewing scheduled work, substituting materials when possible, improving communication with suppliers, and digitalizing processes to enhance efficiency. The scarcity of power infrastructure components like transformers is a critical issue and efforts are being made to address these challenges through various strategies and actions. Difficult to source equipment could affect our growth. We have developed strategic relationships with key equipment providers with manufacturing facilities in the US and Abroad. Â AI Â Since the inception of ChatGPT by OpenAI, AI has experienced remarkable growth, transforming the field. Large language models (â€œLLMâ€s) have revolutionized AI, fueling interest in generative AI technologies. The introduction of ChatGPT alone has increased AI-related job listings significantly, indicating its impact beyond tech. In 2023, global venture capital investments in AI soared to $50 billion, reflecting confidence in AIâ€™s future potential. Funding focus has shifted to mature companies with proven technologies, signaling market maturation. This growth has driven demand for computing resources and attracted enterprise interest. The generative AI market is projected to reach $1.3 trillion by 2032, with significant energy implications. By 2030, AI could comprise 3-4% of global power demand, with Google already attributing 10-15% of its power use to AI technologies. The widespread adoption of generative AI like ChatGPT may substantially increase energy consumption across various applications and services. The energy demands of AI will increase focus on the sustainability of the industry. We expect increasing demand for specialized AI data centers with access to renewable energy. This will likely open opportunities for Soluna to provide AI Cloud and Co-location services to new companies and enterprises investing in AI initiatives. Â Since March 2024, developments in generative AI have included advancements in multimodal models that integrate text, image, and audio generation, as well as improvements in model efficiency and scalability. Major tech companies have launched new generative AI tools tailored for specific industries, enhancing productivity and innovation across sectors such as healthcare, finance, and entertainment. These advancements underscore the need for robust, energy-efficient infrastructure to support the growing capabilities and applications of generative AI. Â AI Infrastructure is now in increased demand.Â For example, Core Scientific and CoreWeave forged a partnership in June 2024 worth billions of dollars. This trend bodes well for Solunaâ€™s prospects as it expands into the AI Infrastructure space through its subsidiary Soluna Cloud, in collaboration with HewlettÂ Packard Enterprise. Â 44 Â Â Consolidated Results of Operations Â Consolidated Results of Operations for the Three Months Ended June 30, 2024 Compared to the Three Months Ended June 30, 2023. Â The following table summarizes changes in the various components of our net loss during the three months ended June 30, 2024 compared to the three months ended June 30, 2023. Â (Dollars in thousands)Â Three Months Ended June 30, 2024Â Â Three Months Ended June 30, 2023Â Â $ ChangeÂ Â % ChangeÂ Cryptocurrency mining revenueÂ $4,484Â Â Â 915Â Â Â 3,569Â Â Â 390% Data hosting revenueÂ Â 4,898Â Â Â 1,153Â Â Â 3,745Â Â Â 325% Demand response service revenueÂ Â 293Â Â Â -Â Â Â 293Â Â Â 100% Operating costs and expenses:Â Â Â

and this amount will be amortized over the life of the asset. For the three months ended June 30, 2024 and June 30, 2023, the Company amortized $547 thousand, respectively. In addition, for the three months ended June 30, 2024, the income tax benefit increased due to changes in estimable income and permanent differences in 2024. Â Net income / (loss) attributable to non-controlling interest: Net income attributable to non-controlling interest for the three months ended June 30, 2024 was $1.7 million compared to a net loss of approximately $482 thousand for the three months ended June 30, 2023. This amount relates to Spring Laneâ€™s 85% noncontrolling interest of the net profit in Soluna DVSL and Navitas 45.0% through 46.7% noncontrolling interest of the net profit in Soluna DV ComputeCo for the three months ended June 30, 2024 and 2023. The change in non-controlling interest relates to continued profitability at Dorothy 1A and Dorothy 1B, creating a total net profit which started to grow in the third quarter of fiscal year 2023. There was no minority interest for Dorothy 1B until the 2nd quarter of 2023, when Navitas obtained interest in DV ComputeCo. Dorothy 1A had a net profit of approximately $1.4 million for three months ended June 30, 2024, creating a non-controlling interest profit of approximately $1.2 million, compared to a $463 thousand net loss for the three months ended June 30, 2023, creating a non-controlling interest loss of $396 thousand. In addition, the increase also related to Dorothy 1B, which had a $87 thousand non-controlling interest loss for the three months ended June 30, 2023 to a non-controlling interest profit of $564 thousand for the three months ended June 30, 2024. As the Company was generating revenue from energization at Project Dorothy, the Company began to see a shift from a net loss to profit within non-controlling interest. Â Consolidated Results of Operations for the Six Months Ended June 30, 2024 Compared to the Six Months Ended June 30, 2023. Â The following table summarizes changes in the various components of our net loss during the six months ended June 30, 2024 compared to the six months ended June 30, 2023. Â (Dollars in thousands)Â Six Months Ended June 30, 2024Â Â Six Months Ended June 30, 2023Â Â $ ChangeÂ Â % ChangeÂ Cryptocurrency mining revenueÂ $10,880Â Â Â 3,711Â Â Â 7,169Â Â Â 193% Data hosting revenueÂ Â 10,176Â Â Â 1,439Â Â Â 8,737Â Â Â 607% Demand response service revenueÂ Â 1,168Â Â Â -Â Â Â 1,168Â Â Â 100% Operating costs and expenses:Â Â Â

approximately $1.1 million for the six months ended June 30, 2023. The comparable balances were mainly related to deferred tax amortization impact of acquiring an asset in a transaction that is not a business combination when the amount paid exceeds the tax basis on the acquisition date. As such, the Company is required to adjust the value of the strategic contract pipeline by approximately $10.9 million at inception date (October 29, 2021), in which was recorded as a deferred tax liability and this amount will be amortized over the life of the asset. For the six months ended June 30, 2024 and June 30, 2023, the Company amortized approximately $1.1 million. Â Net income / (loss) attributable to non-controlling interest: Net income attributable to non-controlling interest for the six months ended June 30, 2024 was $4.4 million compared to a net loss of approximately $852 thousand for the six months ended June 30, 2023. This amount relates to Spring Laneâ€™s 85% noncontrolling interest of the net profit in Soluna DVSL and Navitas 45.0% through 49% noncontrolling interest of the net profit in Soluna DV ComputeCo for the six months ended June 30, 2024 and 2023. The change in non-controlling interest relates to continued profitability at Dorothy 1A and Dorothy 1B, creating a total net profit which started to grow in the third quarter of fiscal year 2023. There was no minority interest for Dorothy 1B until the 2nd quarter of 2023, when Navitas obtained interest in DV ComputeCo. Dorothy 1A had a net profit of approximately $2.8 million for six months ended June 30, 2024, creating a non-controlling interest profit of approximately $2.4 million, compared to a $896 thousand net loss for the six months ended June 30, 2023, creating a non-controlling interest loss of $765 thousand. In addition, the increase also related to Dorothy 1B, which had a $87 thousand non-controlling interest loss for the six months ended June 30, 2023 to a non-controlling interest profit of $2.1 million for the six months ended June 30, 2024. As the Company was generating revenue from energization at Project Dorothy, the Company began to see a shift from a net loss to profit within non-controlling interest. Â Non-GAAP Measures Â In addition to financial measures calculated in accordance with U.S. generally accepted accounting principles (â€œU.S. GAAPâ€), we also use â€œAdjusted EBITDA.â€ Adjusted EBITDA is a non-GAAP financial measure defined as net income (loss) from interest, taxes, depreciation and amortization (â€œEBITDAâ€) adjusted to eliminate the effects of certain non-cash, non-recurring items, that we believe do not reflect our ongoing strategic business operations. Management believes that Adjusted EBITDA results in a performance measurement that represents a key indicator of the Companyâ€™s business operations of cryptocurrency mining and hosting customers engaged in cryptocurrency mining. Â We believe Adjusted EBITDA can be an important financial measure because it allows management, investors, and the Board to evaluate and compare our operating results, including our return on capital and operating efficiencies, from period-to-period by making such adjustments. Non-GAAP financial measures are subject to material limitations as they are not in accordance with, or a substitute for, measurements prepared in accordance with U.S. GAAP. For example, we expect that stock-based compensation costs, which is excluded from the non-GAAP financial measures, will continue to be a significant recurring expense over the coming years and is an important part of the compensation provided to certain employees, officers, and directors. Similarly, we expect that depreciation and amortization of fixed assets will continue to be a recurring expense over the term of the useful life of the assets. Â 52 Â Â Adjusted EBITDA is provided in addition to and should not be considered to be a substitute for, or superior to net income, the comparable measure calculated in accordance with U.S. GAAP.Â Further, Adjusted EBITDA should not be considered as an alternative to revenue growth, net income, diluted earnings per share or any other performance measure calculated in accordance with GAAP, or as an alternative to cash flow from operating activities as a measure of our liquidity. Adjusted EBITDA has limitations as an analytical tool, and you should not consider such measures either in isolation or as substitutes for analyzing our results as reported under GAAP.Â Â Reconciliations of Adjusted EBITDA to net loss, the most comparable GAAP financial metric, for historical periods are presented in the table below: Â (Dollars in thousands)Â Three Months Ended June 30,Â Â Six Months Ended June 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Â

proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. As of June 30, 2024, the Company still has an outstanding loan principal of approximately $9.2 million and outstanding interest and penalty balance of approximately $1.5 million. Â On May 9, 2023, Soluna DV ComputeCo, LLC and Navitas West Texas Investments SPV, LLC entered into a 2-year Loan Agreement for $2,050,000. The unpaid principal balance of the Term Loan shall bear interest at per annum rate equal to 15%. As of June 30, 2024, the Company has an outstanding principal balance of approximately $472 thousand. Â 56 Â Â On May 16, 2024, SDI SL Borrowing â€" 1, LLC, an affiliate of Soluna Holdings, Inc. (the â€œBorrowerâ€) entered into a loan agreement (the â€œEquipment Loan Agreementâ€ or the â€œLoanâ€) with Soluna2 SLC Fund II Project Holdco LLC (the â€œLenderâ€, and collectively, the â€œPartiesâ€). The Equipment Loan Agreement provides for the Company to borrow, from time to time, up to $1.0 million to be used to purchase necessary equipment for the progression of Project Dorothy 2. Any loans made under the Equipment Loan Agreement have a maturity date of May 16, 2027, and will bear interest at a rate of 15% per annum. On May 17, 2024, the Borrower drew down $720 thousand of the equipment loan with the Lender. As of June 30, 2024, the Borrower has an outstanding principal and compounded interest of approximately $734 thousand. Subsequently, on July 22, 2024, the Borrower satisfied and repaid the Borrowing Amount in full by issuing the Investor Class B Membership Interests in the Dorothy 2 project at three times the value of the Borrowing Amount (i.e., $2.16 million). Â On June 20, 2024, pursuant to the terms and subject to the conditions of a June SPA by and among (i) CloudCo, (ii) Soluna Cloud, (iii) the Company and (iv) Investor, CloudCo issued to the Investor a secured promissory note in a principal amount equal to $12.5 million (the â€œJune 2024 Noteâ€). The June 2024 Note accrues interest at a rate 9.0% per annum, subject to adjustment upon an event of default. The June 2024 Note matures on June 20, 2027. Â Critical Accounting Policies and Significant Judgments and Estimates Â The above discussion and analysis of our financial condition and results of operations is based upon our consolidated financial statements, which have been prepared in accordance with accounting principles generally accepted in the United States of America. Note 2, Accounting Policies, to the consolidated financial statements in our Annual Report on Form 10-K for the year ended December 31, 2023 includes a summary of our most significant accounting policies. There have been no material changes to the critical accounting policies previously disclosed in our Annual Report on Form 10-K for the year ended December 31, 2023. The preparation of these condensed consolidated financial statements requires management to make estimates and judgments that affect the reported amounts of assets, liabilities, revenues, expenses, and related disclosure of assets and liabilities. On an ongoing basis, we evaluate our estimates and judgments, including those related to revenue recognition, income taxes, fair value measurements, and stock-based compensation. We base our estimates on historical experience and on various other factors that we believe are reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions. Periodically, our management reviews our critical accounting estimates with the Audit Committee of our Board of Directors. Â Statement Concerning Forward-Looking Statements Â This Quarterly Report on Form 10-Q contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended (the â€œSecurities Actâ€), and Section 21E of the Exchange Act. Any statements contained in this Form 10-Q that are not statements of historical fact may be forward-looking statements. When we use the words â€œanticipate,â€ â€œestimate,â€ â€œplans,â€ â€œprojects,â€ â€œcontinuing,â€ â€œongoing,â€ â€œexpects,â€ â€œmanagement believes,â€ â€œwe believe,â€ â€œwe intend,â€ â€œshould,â€ â€œcould,â€ â€œmay,â€ â€œwillâ€ and similar words or phrases, we are identifying forward-looking statements. Such forward-looking statements include, but are not limited to, statements regarding: Â Â â— the availability of financing opportunities, risks associated with economic conditions, dependence on management and conflicts of interest; Â Â Â Â â— the ability to service debt obligations and maintain flexibility in respect of debt covenants; Â Â â— economic dependence on regulated terms of service and electricity rates; Â Â Â Â â— the speculative and competitive nature of the technology sector; Â Â Â Â â— ability of the Company to attract and retain hosted customers for its hosting operations; Â Â Â Â â— ability of the Company to successfully implement its business expansion strategy into cloud service for artificial intelligence; Â Â Â Â â— dependency in continued growth in blockchain and cryptocurrency usage; Â Â Â Â â— lawsuits and other legal proceedings and challenges; Â Â Â Â â— conflict of interests with directors and management; Â Â Â Â â— government regulations; Â Â Â Â â— The ability of the Company to construct and complete the anticipated expansion of our data centers; and Â Â Â Â â— other factors beyond the Companyâ€™s control; Â Â Â Â â— other factors discussed under the heading â€œRisk Factorsâ€ in this report and in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023. Â 57 Â Â Forward-looking statements speak only as of the date they are made. You should not put undue reliance on any forward-looking statements. We assume no obligation to update forward-looking statements to reflect actual results, changes in assumptions, or changes in other factors affecting forward-looking information, except to the extent required by applicable securities laws. If we do update one or more forward-looking statements, no inference should be drawn that we will make additional updates with respect to those or other forward-looking statements. Â Factors Expected to Affect Our Future Results Â Revenue Sources: Â Our revenue streams consist of several components: Â 1. Hosting Revenues: We provide electrical power and network connectivity to cryptocurrency mining customers, who pay a specified amount and rate for these services. In the first quarter of 2024, we have entered in a co-location agreement with a GPU startup delivering specialized GPU services for AI computing. Â 2. Block Rewards in Bitcoin: These are fixed rewards programmed into the Bitcoin software and awarded to miners for solving cryptographic problems and creating new blocks on the blockchain. Â 3. Participation in Demand Response Programs: We also generate revenue by participating in demand response programs. Â Market Price of Bitcoin Â Changes in the market value of Bitcoin directly impact our revenues. For example, in 2021 and 2022, the average Bitcoin price was $47,432 and $28,298, respectively. By December 31, 2023, the price of Bitcoin had reached a high of $44,146. For the three and six months ended June 30, 2024, the price of Bitcoin had reached a high of $71,631 and $73,083, and the average price of Bitcoin for the three and six months ended June 30, 2024 was $65,678 and $59,628. Â Halving Â Halving events occur periodically in the Bitcoin network, reducing block rewards. The reduction is designed to occur irrespective of ongoing demand. While halving can impact our revenues negatively by reducing the rewards for mining, it will continue until the total Bitcoin rewards issued reach approximately 21 million, expected around 2140. For fiscal year 2023 and through April 19, 2024, the block rewards were fixed at 6.25 Bitcoin per block, and on April 19, 2024 Bitcoin halved again to 3.125. Â Network Hash Rate and Difficulty Â A minerâ€™s chance of earning Bitcoin rewards depends on their hash rate relative to the global network hash rate. As demand for Bitcoin increases, the global network hash rate rises rapidly, leading to higher network difficulty. This adjustment ensures a ten-minute block validation time, making the network more secure but requiring more computing power to earn rewards. Failure to keep pace with industry trends in deploying additional hash rate can decrease a minerâ€™s share of the global network hash rate and, consequently, their chance of earning rewards. Â Item 3. Quantitative and Qualitative Disclosures About Market Risk Â Not applicable. Â Item 4. Controls and Procedures Â The certifications of our Chief Executive Officer and Chief Financial Officers are attached as Exhibits 31.1 and 31.2 to this Quarterly Report on Form 10-Q include, in paragraph 4 of such certification, information concerning our disclosure controls and procedures and internal control over financial reporting. Such certification should be read in conjunction with the information contained in this Item 4 for a more complete understanding of the matters covered by such certification. Â 58 Â Â (a) Evaluation of Disclosure Controls and Procedures Â Our management, with the participation of our Chief Executive Officer and our Chief Financial Officer, evaluated the effectiveness of SHIâ€™s disclosure controls and procedures as of June 30, 2024. The term â€œdisclosure controls and procedures,â€ as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act, means controls and other procedures of a company that are designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the U.S. Securities and Exchange Commissionâ€™s (the â€œSECâ€) rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the companyâ€™s management, including its principal executive and principal financial officers, as appropriate to allow timely decisions regarding required disclosure. We recognize that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving their objectives and we necessarily apply our judgment in evaluating the cost-benefit relationship of possible controls and procedures. Based on the evaluation of our disclosure controls and procedures as of June 30, 2024, our Chief Executive Officer and our Chief Financial Officer concluded that, as of such date, our disclosure controls and procedures were effective at the reasonable assurance level. Â (b) Changes in Internal Control Over Financial Reporting Â There have been no changes in our internal control over financial reporting, as such term is defined in Rules 13a-15(f) and 15d-15(f) under the Exchange Act, during our fiscal quarter ended June 30, 2024 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. Â 59 Â Â PART II. OTHER INFORMATION Â Item 1. Legal Proceedings Â At any point in time, we may be involved in various lawsuits or other legal proceedings. Such lawsuits could arise from the sale of products or services or from other matters relating to our regular business activities, compliance with various governmental regulations and requirements, or other transactions or circumstances. Â EPA Â We have been named as a party in the December 19, 2019 United States Environmental Protection Agency (â€œEPAâ€) Demand Letter regarding the Malta Rocket Fuel Area Superfund Site (â€œSiteâ€) located in Malta and Stillwater, New York, in connection with an alleged release of hazardous materials into the environment. The EPA is seeking reimbursement of response costs from all named parties in the amount of approximately $358 thousand plus interest in connection with the investigation and disposal activities associated with the various drum caches discovered at the Site, issuance of the Explanation of Significant Differences (â€œESDâ€) of the Site, and implementation of the work contemplated by the ESD. We consider the likelihood of a material adverse outcome with respect to this matter to be remote and do not currently anticipate that any expense or liability that we may incur as a result of this matter in the future will be material to the Companyâ€™s business or financial condition. Â NYDIG Â NYDIG ABL LLC, (â€œNYDIGâ€) filed a complaint against SMCB1(â€œBorrowerâ€) and SMC (â€œGuarantorâ€, and together with Borrower, â€œNYDIG Defendantsâ€) in Marshall Circuit Court of the Commonwealth of Kentucky on December 29, 2022 regarding a series of loans made by NYDIG to Borrower pursuant to a master equipment finance agreement that were secured by certain assets of Borrower and guaranteed by Guarantor pursuant to a written guaranty agreement executed by Guarantor. The Court issued on February 15, 2023, an agreed order granting NYDIGâ€™s motion for writ of possession which, among other things, ordered parties to provide NYDIG access to the collateral described therein and preserved the rights of NYDIG to pursue a deficiency judgment against the NYDIG Defendants. Also on February 15, 2023, the NYDIG Defendants filed their answer and affirmative defenses in this proceeding. The NYDIG Defendants believe that NYDIG has liquidated some of the collateral securing the loans and anticipate that NYDIG will complete the liquidation of collateral and continue to prosecute the complaint to obtain a judgment against the NYDIG Defendants. Additionally, NYDIG has stated its intention to pursue SCI, the parent company of Guarantor, under a piercing of the corporate veil claim relating to NYDIG Defendantsâ€™ debts and liabilities under the loan documents. SCI denies any such liability and has filed a complaint for a declaratory judgment against NYDIG in the Eighth Judicial District Court in Clark County, Nevada on March 16, 2023, seeking a declaratory judgment as to such matter. NYDIG filed a motion to dismiss in response to SCIâ€™s declaratory judgment complaint on April 13, 2023. SCI filed a response in opposition to NYDIGâ€™s motion to dismiss on April 27, 2023. The court heard oral arguments on May 16, 2023. On June 22, 2023, the court issued an order granting NYDIGâ€™s motion to dismiss, on the basis that the case was not ripe for decision, without prejudice. SCI intends to continue to vigorously defend any allegations regarding liability on account of NYDIG Defendantsâ€™ debts and liabilities to NYDIG under their loan documents and intends to refile a declaratory judgment complaint against NYDIG. Â On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, and repossessed the collateralized assets that totaled approximately $3.4 million, in which approximately $560 thousand was first used to pay off accrued interest and penalty to date. On September 5, 2023, NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIGâ€™s motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million. This settlement did not result in the admission of any liability on the part of SHI, whose declaratory judgment remains the subject of litigation. On March 13, 2024, NYDIG served the Company with a post-judgment discovery seeking information regarding the Companyâ€™s assets and liabilities. Per agreement between NYDIG and the NYDIG Defendants, the deadline to respond to the discovery demands was extended to May 13, 2024 but with rolling weekly production that commenced on April 12, 2024. The Company intends to vigorously defend itself from NYDIGâ€™s parent company claims. Â 60 Â Â Atlas Â In September 2023, Atlas Technology Group LLC (â€œAtlasâ€) filed a complaint against Soluna MC LLC, Soluna Computing, Inc., and Soluna Holdings, Inc. (collectively, the â€œAtlas Defendantsâ€) in the Supreme Court of New York regarding a co-location services agreement. Atlas alleged that Soluna MCâ€™s termination of the agreement was a breach, seeking a return of pre-paid fees of approximately $464 thousand, additional damages of at least $7.9 million, and reimbursement of legal fees. The complaint also mentioned alter ego liability and corporate veil piercing. Â The Atlas Defendants filed a motion to dismiss, and on April 17, 2024, the Court dismissed three of the four counts. The remaining count was answered on May 6, 2024, with counterclaims against Atlas. The Court denied the dismissal of Soluna Computing, Inc. and Soluna Holdings, Inc. as parties, leading to an appeal filed on May 7, 2024. Â On June 25, 2024, Atlas and the Atlas Defendants entered into a settlement agreement. Â Item 1A. Risk Factors Â Part II, Item 1A (Risk Factors) of our most recently filed Annual Report on Form 10-K with the SEC, filed on April 1, 2024, sets forth information relating to important risks and uncertainties that could materially adversely affect our business, financial condition and operating results. Except as to the risk factors set forth below and to the extent that information disclosed elsewhere in this Quarterly Report on Form 10-Q relates to such risk factors (including, without limitation, the matters described in Part I, Item 2 (Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations â€" Statement Concerning Forward Looking Statements), there have been no material changes to our risk factors disclosed in our most recently filed Annual Report on Form 10-K. Those risk factors continue to be relevant to an understanding of our business, financial condition and operating results, however, and, accordingly, you should review and consider such risk factors in making any investment decision with respect to our securities. Â We have a Limited History in the Cloud Service and Artificial Intelligence Business Â We are implementing a strategy to move into the cloud service business to provide green energy to power-intensive artificial intelligence applications. This is a new business for the Company and no history of operations in this industry from which to evaluate our future operating performance in this segment. Our ability to implement this strategy is dependent upon successfully deploy new supercomputers in conjunction with our strategic partner and to attract and retain customers in a very competitive market. Â Item 2. Unregistered Sales of Equity Securities and Use of Proceeds Â None Â Item 3. Defaults Upon Senior Securities Â None Â Item 4. Mine Safety Disclosures Â Not applicable. Â Item 5. Other Information Â None Â 61 Â Â Item 6. Exhibits Â Exhibit No. Â Description 10.101 Â Side Letter Agreement, dated July 22, 2023 by and between Soluna Digital, Inc.Â Â and Soluna2 SLC Fund II Project Holdco LLC 10.102 Â Payoff Letter between SDI SL Borrowing - 1, LLC and Soluna2 SLC Fund II Project Holdco LLC, dated July 22, 2023 10.103 Â Assignment of Equipment and Debt Agreement by and between Soluna DVSL II Computeco, LLC and SDI SL Borrowing â€" 1, LLC, dated July 22, 2024 10.104 Â Assignment of Equipment Agreement by and between Soluna EPC Services, LLC and Soluna DVSL II Computeco, LLC, dated July 22, 2024 10.105 Â HPE Greenlake Services Custom Statement of Work, dated June 18, 2024 10.1061 Â Promissory Note between Soluna AL Cloudco, LLC and [***], dated June 20, 2024 10.1071 Â Note Purchase Agreement by and among Soluna AL Cloudco, LLC, Soluna Cloud, Inc., Soluna Holdings, Inc. and [***] 10.1081 Â Guaranty Agreement between Soluna Cloud, Inc. and [***] dated June 20, 2024 31.1 Â Certification of Chief Executive Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 31.2 Â Certification of Chief Financial Officer Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002 32.1 Â Certification of Chief Executive Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 32.2 Â Certification of Chief Financial Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 101.INS* Â Inline XBRL Instance Document 101.SCH* Â Inline XBRL Taxonomy Extension Schema Document 101.CAL* Â Inline XBRL Taxonomy Extension Calculation Linkbase Document 101.DEF* Â Inline XBRL Taxonomy Definition Linkbase Document 101.LAB* Â Inline XBRL Taxonomy Extension Label Linkbase Document 101.PRE* Â Inline XBRL Taxonomy Extension Presentation Linkbase Document 104 Â Cover Page Interactive Data File (embedded within the Inline XBRL document) Â Â 1 Certain confidential portions of this Exhibit have been redacted pursuant to Item 601(b)(10) of Regulation S-K. The omitted information is not material and would be competitively harmful if disclosed.

Â All other exhibits for which no other filing information is given are filed herewith. Â * Submitted electronically herewith. Attached as Exhibit 101 are the following materials from the Companyâ€™s Quarterly Report on Form 10-Q for the quarter ended June 30, 2024, formatted in eXtensible Business Reporting Language (XBRL) and tagged as blocks of text and including detailed tags: (i) Condensed Consolidated Balance Sheets at June 30, 2024 and December 31, 2023; (ii) Condensed Consolidated Statements of Operations for the Three and Six Months Ended June 30, 2024 and 2023; (iii) Condensed Consolidated Statements of Cash Flows for the Six Months Ended June 30, 2024 and 2023; and (iv) related notes. Â 62 Â Â SIGNATURES Â Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. Â Â Soluna Holdings, Inc. Â Â Date: August 14, 2024 By: /s/ John Belizaire Â Â John Belizaire Â Â Chief Executive Officer Â Â Â Â By: /s/ John Tunison Â Â John Tunison Â Â Chief Financial Officer Â 63 Â EX-10.101 2 ex10-101.htm Â Exhibit 10.101 Â Execution Version Â SIDE LETTER AGREEMENT â€“ ADDITIONAL SHARE ISSUANCE Â This Side Letter Agreement (the â€œAgreementâ€) is made and entered into as of July 22, 2024, by and between: Â Soluna2 SLC Fund II Project Holdco LLC, a (â€œSLCâ€) 100 Cambridge Street Suite 1802 Boston, MA 02114 Â and Â Soluna Digital, Inc. (â€œDeveloperâ€) 325 Washington Ave Ext., Albany, NY 12205 Â RECITALS Â WHEREAS, SLC and Developer have entered into that certain Amended and Restated Limited Liability Company Operating Agreement (as amended, amended and restated, supplemented or otherwise modified from time to time, the â€œLLCAâ€) of Soluna DVSL II ComputeCo, LLC (the â€œCompanyâ€) and Contribution Agreement (as amended, amended and restated, supplemented or otherwise modified from time to time, the â€œContribution Agreementâ€), both dated as of July 22, 2024 (collectively, the â€œAgreementsâ€), outlining the terms and conditions under which SLC will invest into the Dorothy 2 Project developed by Developer (the â€œProjectâ€); Â WHEREAS, with respect to the Project, the parties desire to memorialize the specific terms related to the Developerâ€™s investment rights and obligations as set forth in this Agreement; Â NOW, THEREFORE, in consideration of the mutual covenants and agreements contained herein, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows: Â 1. Developer Investment Rights Â 1.1 Purchase Rights Â For a period of six months following the date hereof (such date that is six months after the date hereof, the â€œContribution Deadlineâ€), Developer shall have the right, but not the obligation, to invest into the Company up until the total ownership of Developer and itâ€™s affiliates equals 49% ownership of the Class B Membership Interests (as defined in the LLCA), subject to the following restrictions: Â a. Transaction Â The investment will be a transaction whereby Developer can purchase additional Class B Membership Interests in the Company as described herein (â€œUnits Purchasedâ€). The purchase price per Class B Membership Interest for such Units Purchased shall be (i) beginning on the date hereof and ending on or prior to August 21, 2024, equal to $1,000 per unit (the â€œInitial Priceâ€) and (ii) beginning August 22, 2024, calculated using the following formula (â€œPurchase Priceâ€): Â Â Â Â Purchase Price = the per Class B Membership Interest price previously paid by Developer for the Class B Membership Interests held by it as of the date hereof * Purchase Premium Â Where, Purchase Premium = 1 + ((20% divided by 360 multiplied by the number of days after the date hereof). Â Notwithstanding the foregoing, the Developer and its affiliates, within thirty (30) days after the date of this Agreement, may elect to receive Class B Membership Interests in lieu of cash for all fees owed to Developer or its affiliates in connection with the development of the Project. If such option is elected, such Class B Membership Interests shall be issued to the Developer at the Initial Price. Â This investment option is available only until the Contribution Deadline, which represents a period of six months following the date of the initial investment by SLC. Â b. Limit on Units Purchased Â The aggregate Purchase Price of the total Units Purchased by Developer may not exceed the total unspent project capital expenditures remaining under the Engineering, Procurement, and Construction (EPC) contract. For the avoidance of doubt, the Purchase Premium does not count against the investment cap. Furthermore and notwithstanding the foregoing, if the Company issues any Qualifying Debt (as defined in the Contribution Agreement), prior to the Contribution Deadline, the Developerâ€™s investments may not exceed an amount that will result in SLCâ€™s investment being less than $10,000,000. Â c. Amendment of LLCA and Contribution Agreement Â The Parties hereby agree to amend (or amend and restate) (x) the LLCA to (a) permit issuance of the Units Purchased by Developer at the Purchase Price, (b) permit the purchase by Developer of the Units Purchased at the Purchase Price, (c) reflect the total Class B Membership Interests owned by Developer and SLC following the purchase by Developer of the Units Purchased, (d) proportionally decrease the Class B Member Contribution Cap (as defined therein) of SLC by the amount of the Purchase Price and (e) proportionally increase the Class B Member Contribution Cap of Developer by the amount of the Purchase Price, and (y) the Contribution Agreement to (a) proportionally reduce the Spring Lane Commitment (as defined therein) by the amount of the Purchase Price and (b) proportionally increase the Parent Commitment (as defined therein) by the amount of the Purchase Price. Â 1.2 Capital Raise Obligation Â If Developer or its owner, Soluna Holdings, Inc. undertakes to raise more than $17,000,000 (the â€œThresholdâ€) through the sale and issuance of any of its or their equity securities, respectively, in any private or public offering prior to the Contribution Deadline, Developer must invest all excess funds into the Company until it owns 49% of the Class B Membership Interests. For the avoidance of doubt, (x) the sale of warrants or convertible securities shall not be considered for purposes of this section and shall not count towards the Threshold and (y) the proceeds of the sale of equity securities up to the amount of the Threshold can be used by Developer or Soluna Holdings, Inc. in its discretion. Â Â Â Â 2. Term Â This Agreement shall commence on the date hereof and shall continue in full force and effect until the earlier of (i) the date Developer owns 49% of the Class B Membership Interests in the Company or (ii) the occurrence of the Contribution Deadline. Â 3. Miscellaneous Â 3.1 Entire Agreement; Amendments. This Agreement, the LLCA and the Contribution Agreement constitutes the entire agreement and understanding of the parties with respect to the subject matter hereof and supersedes any and all prior negotiations, correspondence, agreements, understandings, duties or obligations between the parties, written or oral, with respect to the subject matter hereof. This Agreement may only be amended, modified, or supplemented by written agreement signed by the parties. No provision of this Agreement may be waived except in writing by the parties. Â 3.2 Severability. The invalidity or unenforceability of any provision hereof shall in no way affect the validity or enforceability of any other provision. Â 3.3 Governing Law; Jurisdiction and Service of Process. Â (a) Any dispute or other matter arising out of or in connection with this Agreement shall be governed by, and construed in accordance with, the laws of the State of New York, without reference to principles of conflict of laws or choice of laws. Â (b) Each of the parties irrevocably consents to the non-exclusive jurisdiction of the courts of the State of New York and of any federal court located in the Southern District of New York, in each case located in Manhattan, in connection with any suit, action or other proceeding arising out of or relating to this Agreement or the transactions contemplated herein, agrees to waive any objection to venue in the State and County of New York. To the extent permitted by law, service of process in connection with any such proceeding may be effected by mailing in any manner prescribed or permitted by Applicable Law. Â (c) Each party irrevocably waives any and all right to trial by jury in any action or proceeding arising out of or in connection with this Agreement. Â 3.4 Counterpart; Electronic Signatures. This Agreement may be executed in any number of counterparts, each of which may be delivered by facsimile transmission or electronically in .PDF format and each of which shall be an original but all of which together will constitute one instrument, binding upon all parties hereto, notwithstanding that all of such parties may not have executed the same counterpart. Delivery of an electronic counterpart shall be effective as manual delivery thereof. Â Â Â Â IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the day and year first above written. Â Soluna2 SLC Fund II Project Holdco LLC Â Â Â Â By: Â Â Name: Â Â Title: Â Â Date: Â Â Â Â Â Soluna Digital, Inc. Â Â Â Â By: Â Â Name: Â Â Title: Â Â Date: Â Â Â Â Â Acknowledged by: Â Â Â Â Soluna Holdings, Inc. Â Â Â Â By: Â Â Â Â Â Â Â Â Name: Â Â Title: Â Â Date: Â Â Â Â [Signature Page to Side Letter (Dorothy 2)] Â Â Â Â EX-10.102 3 ex10-102.htm Â Exhibit 10.102 Â July 22, 2023 Â Soluna2 SLC Fund II Project Holdco LLC c/o Spring Lane Capital 100 Cambridge Street, Suite 1802 Boston, MA 02114 Â with a copy to: Â Mark Barnett Foley Hoag LLP 155 Seaport Boulevard Boston, MA 02210 Â PAYOFF LETTER Â To Whom it May Concern: Â Reference is made to that Equipment Loan Agreement, dated as of May 16, 2024 (as amended, restated, supplemented or otherwise modified, the â€œELAâ€), by and between SDI SL Borrowing - 1, LLC, a Nevada limited liability company (â€œBorrowerâ€) and Soluna2 SLC Fund II Project Holdco LLC, as the lender (the â€œLenderâ€). Lender acknowledges that the Borrowerâ€™s debt under the ELA has been assigned to Soluna DVSL II Computeco, LLC (â€œD2â€). Â Lender hereby acknowledges that upon receipt of Class B Membership Interests in D2 with a value of $2,160,000 (â€œPayoff Amountâ€) on the date hereof, or soon thereafter as agreed to between the parties, presenting payment in full of the then-outstanding obligations owing by D2 (as assignee of the Borrower) under the ELA, including accrued principal, interest, fees, expenses, charges or other costs, the loan amount requested pursuant to the Borrowing Request (as defined in the ELA) shall be deemed repaid in full and satisfied. The loan repayment pursuant to the ELA will have been extinguished. Â This letter shall be governed by, and construed in accordance with, the laws of the State of New York. Â This letter may be executed in any number of counterparts, each of which when so executed and delivered shall be deemed to be an original and all of which when taken together shall constitute but one and the same letter. Delivery of an executed signature page of this letter by email transmission shall be effective as delivery of a manually executed counterpart hereof. Â [Signatures appear on the following page.] Â Â Â Â Â Very truly yours, Â Â Â Soluna2 SLC Fund II Project Holdco LLC Â Â Â Â By: Â Â Name: Â Â Â Â Title: Â Â Acknowledged and Agreed: Â Â Â SOLUNA DVSL II COMPUTECO, LLC Â Â Â Â By: Â Â Name: John Belizaire Â Title: CEO Â Â Â Â SDI SL BORROWING - 1, LLC Â Â Â Â By: Â Â Name: John Belizaire Â Title: CEO Â Â [Signature Page to Payoff Letter (Dorothy 2)] Â Â Â Â EX-10.103 4 ex10-103.htm Â Exhibit 10.103 Â ASSIGNMENT OF EQUIPMENT AND DEBT Â This ASSIGNMENT OF EQUIPMENT AND DEBT, effective as of this 22nd day of July, 2024 (this â€œAgreementâ€), is entered into by and between Soluna DVSL II Computeco, LLC, a Delaware limited liability company (â€œAssigneeâ€) and SDI SL Borrowing - 1, LLC, a Nevada limited liability company (â€œAssignorâ€). Capitalized terms used herein and not otherwise defined shall have the meanings assigned to such terms in the Operating Agreement (defined below). Â W I T N E S S E T H Â WHEREAS, Assignee, Soluna Digital, Inc., a Nevada corporation, Soluna Holdings, Inc., a Nevada corporation, and Soluna2 SLC Fund II Project Holdco LLC, a Delaware limited liability company, have entered into that certain Amended and Restated limited Liability Company Operating Agreement of the Company, dated as of the date hereof (the â€œOperating Agreementâ€); Â WHEREAS, Assignor and Spring Lane have entered into that certain Equipment Loan Agreement, dated as of May 16, 2024 (the â€œELAâ€); Â WHEREAS, Assignor holds deposits on equipment purchased in April, 2024 and May, 2024, which include 35KV medium voltage cables and ABB low voltage switchboards (the â€œEquipmentâ€); Â WHEREAS, Assignor has obligations to Spring Lane under the ELA (the â€œDebtâ€); Â WHEREAS, Assignor and the Assignee, desire that as of the date hereof, Assignor transfers the Equipment to Assignee in consideration of Assignee assuming the Debt from the Assignor; and Â WHEREAS, Assignor and Assignee desire that Assignor assign to Assignee all of its rights, title and interest in the Equipment and the Debt. Â NOW, THEREFORE, the parties hereto hereby agree as follows: Â ARTICLE I ASSIGNMENT Â Section 1.01 Assignment. Assignor hereby assigns all of its rights, title and interest in, the Equipment and the Debt, free and clear of all liens, claims and liabilities, and Assignee hereby accepts such assignments. Â Section 1.02 Further Assurances. Assignor and Assignee hereby agree to execute any documents required to evidence further or to confirm the assignments effected hereby. Â ARTICLE II REPRESENTATIONS AND WARRANTIES Â Section 2.01 Representations and Warranties of Assignor. Assignor represents and warrants to Assignee as of the date hereof that: (A) Assignor is conveying good and valid title to the Equipment and Debt, free and clear of all encumbrances, debts, mortgages, attachments, pledges, charges, claims, and liens of any kind, other than in respect of any unpaid amounts that are not yet due and payable, and (B) Assignor has the right to sell and otherwise convey the Equipment and Debt to the Assignee. Â 1 Â Â Section 2.02 Representations and Warranties of Assignor and Assignee. Each of Assignor and Assignee hereby represents and warrants to the other as of the date hereof that: (A) it is duly organized, validly existing and in good standing under the laws of its jurisdiction of organization and has full power and authority to execute, deliver and perform its obligations under this Agreement and to consummate the transactions contemplated by this Agreement; (B) the execution, delivery and performance by it of this Agreement and the consummation of the transactions contemplated hereby have been duly authorized by all necessary organizational action and do not and will not require any further authorizations, consents or approvals or filings with any governmental authorities or any other person or entity which have not been obtained or made, or violate or conflict with any provision of any law, regulation, order, permit, license, rule, judgment, injunction, or similar matters or breach any material agreement, indenture, contract or organizational document presently in effect with respect to or binding on it or its properties; and (C) this Agreement has been duly and validly executed and delivered by it and constitutes the legal, valid and binding obligation of it, enforceable against it in accordance with its terms, except as limited by (i) bankruptcy, insolvency, reorganization, moratorium or other similar laws affecting the enforceability of creditorsâ€™ rights; or (ii) general principles of equity that limit the availability of remedies (regardless of whether enforceability is considered in a proceeding in equity or at law). Â ARTICLE III MISCELLANEOUS Â Section 3.01 Severability. If any term or provision of this Agreement is or shall be held invalid, illegal or unenforceable in any jurisdiction, such invalidity, illegality or unenforceability shall not affect any other term or provision of this Agreement or invalidate or render unenforceable the term or provision in any other jurisdiction. Upon a determination that any term or other provision is invalid, illegal or unenforceable, the parties hereto shall negotiate in good faith to modify this Agreement so as to effect the original intent of the parties as closely as possible in a mutually acceptable manner in order that the contemplated transactions are consummated as originally contemplated to the greatest extent possible. In the event the parties cannot reach a mutually agreeable and enforceable replacement for such an invalid, illegal or unenforceable term or provision, then (i) such term or provision shall be excluded from this Agreement, (ii) the balance of the Agreement shall be interpreted as if such term or provision were so excluded, and (iii) the balance of the Agreement shall be enforceable in accordance with its terms. Â Section 3.02 Entire Agreement. This Agreement constitutes the sole and entire agreement of the parties to this Agreement with respect to the subject matter contained in this Agreement, and supersedes all prior and contemporaneous understandings and agreements, both written and oral, with respect to the subject matter. Â Section 3.03 Successors and Assigns. This Agreement shall be binding upon and shall inure to the benefit of the parties to this Agreement and their respective successors and permitted assigns. Â Section 3.04 Amendment and Modification; Waiver. This Agreement may be amended, modified or supplemented only by an agreement in writing signed by each party to this Agreement. No waiver by any party of any of the provisions of this Agreement shall be effective unless explicitly set forth in writing and signed by the party so waiving. Â Section 3.05 Governing Law. This Agreement shall be governed by and construed in accordance with the internal laws of the State of New York without giving effect to any choice or conflict of law provision or rule (whether of the State of New York or any other jurisdiction) that would cause the application of laws of any jurisdiction other than those of the State of New York. Â Section 3.06 Counterparts. This Agreement may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed to be one and the same agreement. A signed copy of this Agreement delivered by facsimile, e-mail or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Agreement. Â [Signature Page Follows] Â 2 Â Â IN WITNESS WHEREOF, Assignor and Assignee have executed this instrument as of the date first above written. Â Â ASSIGNOR Â Â Â Â SDI SL BORROWING - 1, LLC Â Â Â By: Â Â Name: John Tunison Â Title: CFO Â Â Â Â ASSIGNEE Â Â Â Â SOLUNA DVSL II COMPUTECO, LLC Â Â Â Â By: Â Â Name: John Belizaire Â Title: CEO Â [Signature Page to Assignment of Equipment and Debt (Dorothy 2)] Â Â Â Â EX-10.104 5 ex10-104.htm Â Exhibit 10.104 Â ASSIGNMENT OF EQUIPMENT Â This ASSIGNMENT OF EQUIPMENT, effective as of this 22nd day of July, 2024 (this â€œAgreementâ€), is entered into by and between Soluna EPC Services, LLC, a Nevada limited liability company (â€œAssigneeâ€) and Soluna DVSL II Computeco, LLC, a Delaware limited liability company (â€œAssignorâ€). Capitalized terms used herein and not otherwise defined shall have the meanings assigned to such terms in the Operating Agreement (defined below). Â W I T N E S S E T H Â WHEREAS, Soluna DVSL II ComputeCo, LLC, a Delaware limited liability company (the â€œCompanyâ€), Soluna Digital, Inc., a Nevada corporation, Soluna Holdings, Inc., a Nevada corporation, and Soluna2 SLC Fund II Project Holdco LLC, a Delaware limited liability company, have entered into that certain Amended and Restated limited Liability Company Operating Agreement of the Company, dated as of the date hereof (the â€œOperating Agreementâ€); Â WHEREAS, Assignor holds deposits on equipment purchased in April, 2024 and May, 2024, which include 35KV medium voltage cables and ABB low voltage switchboards (the â€œEquipmentâ€); Â WHEREAS, Assignor and the Assignee, desire that as of the date hereof, Assignor transfers the Equipment to the Assignee as payment for invoices owed under the EPC in the amount of $2,160,000, which is value of the Equipment; Â WHEREAS, the Assignor will pay the invoice received by the Assignee by sending the Assignee the 35KV medium voltage cables and ABB low voltage switchboards purchased in April, 2024 and May, 2024 (the â€œPhysical Equipmentâ€); and Â WHEREAS, Assignor and Assignee desire that Assignor assign to Assignee all of its rights, title and interest in the Equipment and the Physical Equipment. Â NOW, THEREFORE, the parties hereto hereby agree as follows: Â ARTICLE I ASSIGNMENT Â Section 1.01 Assignment. Assignor hereby assigns all of its rights, title and interest in, the Equipment and the Physical Equipment, free and clear of all liens, claims and liabilities, and Assignee hereby accepts such assignments. Â Section 1.02 Further Assurances. Assignor and Assignee hereby agree to execute any documents required to evidence further or to confirm the assignments effected hereby. Â 1 Â Â ARTICLE II REPRESENTATIONS AND WARRANTIES Â Section 2.01 Representations and Warranties of Assignor. Assignor represents and warrants to Assignee as of the date hereof that: (A) Assignor is conveying good and valid title to the Equipment and Physical Equipment, free and clear of all encumbrances, debts, mortgages, attachments, pledges,

charges, claims, and liens of any kind, other than in respect of any unpaid amounts that are not yet due and payable, and (B) Assignor has the right to sell and otherwise convey the Equipment and Physical Equipment to the Assignee. Â Section 2.02 Representations and Warranties of Assignor and Assignee. Each of Assignor, Company and Assignee hereby represents and warrants to the other as of the date hereof that: (A) it is duly organized, validly existing and in good standing under the laws of its jurisdiction of organization and has full power and authority to execute, deliver and perform its obligations under this Agreement and to consummate the transactions contemplated by this Agreement; (B) the execution, delivery and performance by it of this Agreement and the consummation of the transactions contemplated hereby have been duly authorized by all necessary organizational action and do not and will not require any further authorizations, consents or approvals or filings with any governmental authorities or any other person or entity which have not been obtained or made, or violate or conflict with any provision of any law, regulation, order, permit, license, rule, judgment, injunction, or similar matters or breach any material agreement, indenture, contract or organizational document presently in effect with respect to or binding on it or its properties; and (C) this Agreement has been duly and validly executed and delivered by it and constitutes the legal, valid and binding obligation of it, enforceable against it in accordance with its terms, except as limited by (i) bankruptcy, insolvency, reorganization, moratorium or other similar laws affecting the enforceability of creditorsâ€™ rights; or (ii) general principles of equity that limit the availability of remedies (regardless of whether enforceability is considered in a proceeding in equity or at law). Â ARTICLE III MISCELLANEOUS Â Section 3.01 Severability. If any term or provision of this Agreement is or shall be held invalid, illegal or unenforceable in any jurisdiction, such invalidity, illegality or unenforceability shall not affect any other term or provision of this Agreement or invalidate or render unenforceable the term or provision in any other jurisdiction. Upon a determination that any term or other provision is invalid, illegal or unenforceable, the parties hereto shall negotiate in good faith to modify this Agreement so as to effect the original intent of the parties as closely as possible in a mutually acceptable manner in order that the contemplated transactions are consummated as originally contemplated to the greatest extent possible. In the event the parties cannot reach a mutually agreeable and enforceable replacement for such an invalid, illegal or unenforceable term or provision, then (i) such term or provision shall be excluded from this Agreement, (ii) the balance of the Agreement shall be interpreted as if such term or provision were so excluded, and (iii) the balance of the Agreement shall be enforceable in accordance with its terms. Â 2 Â Â Section 302 Entire Agreement. This Agreement constitutes the sole and entire agreement of the parties to this Agreement with respect to the subject matter contained in this Agreement, and supersedes all prior and contemporaneous understandings and agreements, both written and oral, with respect to the subject matter. Â Section 3.03 Successors and Assigns. This Agreement shall be binding upon and shall inure to the benefit of the parties to this Agreement and their respective successors and permitted assigns. Â Section 3.04 Amendment and Modification; Waiver. This Agreement may be amended, modified or supplemented only by an agreement in writing signed by each party to this Agreement. No waiver by any party of any of the provisions of this Agreement shall be effective unless explicitly set forth in writing and signed by the party so waiving. Â Section 3.05 Governing Law. This Agreement shall be governed by and construed in accordance with the internal laws of the State of New York without giving effect to any choice or conflict of law provision or rule (whether of the State of New York or any other jurisdiction) that would cause the application of laws of any jurisdiction other than those of the State of New York. Â Section 3.06 Counterparts. This Agreement may be executed in counterparts, each of which shall be deemed an original, but all of which together shall be deemed to be one and the same agreement. A signed copy of this Agreement delivered by facsimile, e-mail or other means of electronic transmission shall be deemed to have the same legal effect as delivery of an original signed copy of this Agreement. Â [Signature Page Follows] Â 3 Â Â IN WITNESS WHEREOF, Assignor and Assignee have executed this instrument as of the date first above written. Â Â ASSIGNOR Â Â Â SOLUNA DVSL II COMPUTECO, LLC Â Â Â Â By: Â Â Name: John Tunison Â Title: CFO Â Â Â Â ASSIGNEE Â Â Â SOLUNA EPC SERVICES, LLC Â Â Â Â By: Â Â Name: John Belizaire Â Title: CEO Â [Signature Page to Assignment of Equipment (Dorothy 2)] Â Â Â Â EX-10.105 6 ex10-105.htm Â Exhibit 10.105 Â Certain identified information has been omitted from this exhibit because it is both (i) not material and (ii) of the type that Registrant customarily and actually treats as private or confidential. Such omitted information is indicated by â€œ[***]â€ in this exhibit. Â Â HPE GreenLake Services CUSTOM Statement of Work Â About this HPE Greenlake Services Custom Statement of Work (this â€œSOWâ€) Â Seller: Hewlett Packard Enterprise Company 1701 East Mossy Oaks Road Spring, TX 77389 Purchaser or Customer: Soluna AL CloudCo, LLC 325 Washington Ave Ext Albany, NY 12205 Â Issue date: June 18, 2024 Â NOTE: THIS SOW DOES NOT INCLUDE HPE MANAGED SERVICES DELIVERABLES. Â This SOW and the prices herein will expire 30 days from the date of issue (the â€œExpiration Dateâ€) unless signed by Seller and Purchaser on or prior to the Expiration Date. Â This SOW will become effective as of the date specified in Section 5.1 (â€œEffective Dateâ€). Â This SOW is governed by the terms and conditions set out in the HPE & AI Cloud Services Agreement in Appendix 1 herein (the â€œMSAâ€). Â In the event of any conflict, the following descending order of precedence applies: Â 1. HPE Support and Professional Services â€“ Data Privacy and Security Agreement HPE Data Privacy and Security Agreement (the â€œDPSAâ€) 2. This SOW Â 3. The MSA See Appendix 1 4. HPE GreenLake for Supercomputing Service Level Agreement (the â€œSLAâ€) See Appendix 2 5. Customer purchase order (if applicable), excluding any Customer preprinted terms Â Non-Disclosure Â The information (data) in this SOW constitutes trade secrets and/or information that are commercial or financial and confidential or privileged. It is furnished in confidence with the understanding that it will not, without permission of the offeror, be used or disclosed for purposes other than those provided herein, unless otherwise required by law. Â Â Â Â Table of Contents Â 1. HPE GREENLAKE for Supercomputing SERVICES OVERVIEW 3 Â Â 2. ORDERING 4 Â Â 3. SYSTEMS and Service Technical Description 4 Â Â PRICING 6 Â Â 4. Other contract terms 7 Â Â 5. SIgnatures 8 Â Â Appendix 1 â€“ HPC & AI CLOUD SERVICES AGREEMENT (â€œMSAâ€) 9 Â Â APPENDIX 2 â€“ Service Level Agreement (SLA) 24 Â Page 2 of 24 Â Â 1. HPE GREENLAKE for Supercomputing SERVICES OVERVIEW Â HPE GreenLake for Supercomputing service brings the benefits of a cloud pay-for-usage model providing access to supercomputing class systems managed by HPE and in HPE operated facilities. Â Both parties will work together to ensure Soluna AL CloudCo, LLC is successfully onboarded and has access to the above services per terms and conditions laid out below. If specific terms are required to be included in this Agreement, they will be added in a subsequent Change Order. Â 1.1 SOLUTION FOR CUSTOMER Â HPE will provide to Purchaser at an HPE datacenter in [***] GPU Infrastructure-as-a-Service for Purchaser user access with location in North America, including HPE program management support services for HPE operations at our Data Center and updates to the system, both as are customarily provided by HPE to other customers using the same Service environment. Â 1.2 HPE GreenLake for Supercomputing Services General Phases Â Phase Â Feature Â Delivery specifications Startup Â Transition Â Upon receipt of an order by HPE from Purchaser, delivery of the Services commences with this activity which assigns the account team responsible for delivery of the Services. A kick-off meeting with the assigned account team is facilitated by HPE with Customer and handover from sales to delivery commences. Â Â Implementation Â HPE will provide the Services at a data center(s) owned or managed by HPE. Â Â SC aaS Customer Support Lead Â The supercomputing as a service customer support lead will provide support and guide onboarding. Engagement begins ahead of system availability to facilitate deployment readiness. Â Phase Â Feature Â Delivery specifications Operations Â Ongoing Support Â Base product support Â Â Change Management Â The Change Management Process will be used to enable additional Services not part of this SOW, e.g., grow the environment. Â Page 3 of 24 Â Â 2. ORDERING Â 2.1 Will Purchaser issue a purchase order? Â Â â— See Section 4. Â 2.2 Order information Â Purchase orders (if required) must reference the following Seller service-specific information in order to be valid: Â Â â—SOW ID: [***] Â Â â— Description: HPE GreenLake GPU Infrastructure-as-a-Service Â Â â—[***] GPUs at [***]. Â Â â—Includes H100 GPU system access and [***] of base storage w/[***] access Â Â â—System Term: 36 months Â 2.3 Updated purchase orders Â Annually or when funds in the current purchase order are insufficient to cover estimated usage for the next 3 months, Purchaser will promptly provide Seller with an updated or new purchase order with sufficient funds to cover estimated usage during the next year. Â Failing to issue such new or updated purchase order shall have no effect on Purchaser obligation to pay the fees as agreed in this SOW. Â Invoice address Â Soluna AL CloudCo, LLC John Belizaire 325 Washington Ave Ext Albany, NY 12205 john@soluna.io Â Customer Sold To address â€“ if different Â same Â 3. SYSTEMS and Service Technical Description Â 3.1 System Definitions Â Â 1. The system is made up of multiple GPU nodes and the total number of GPU nodes being delivered as a Service at any given time. Â Â Â Â 2. [***]. Â Â Â Â 3. Handover will be considered complete when Purchaser can successfully login into the system. Â Â Â Â 4. The GPU quantities as follows: Â Datacenter Site Â GPU Â GPU Quantity per Node Â Total Number of GPUs [***] Â NVIDIA H100 Â [***] Â [***] Â Page 4 of 24 Â Â 3.2 System Â 3.2.1 User and access details Â Customer name Soluna AL CloudCo, LLC Responsible User address 325 Washington Ave Ext, Albany, NY 12205 Customer contact name John Belizaire Customer contact phone Customer contact email john@soluna.io Term for the system (â€œSystem Termâ€) 36 months Â 3.2.2 Technical configuration Â HPE System (H100 COMPUTE NODE): Â Â â—‹ [***] Â â—‹ [***] Â â—‹ [***] Â â—‹ [***] Â â—‹ High Speed Network: [***] Â â—‹ [***] for ingress/egress Â â—‹ Software: Â Â â–ª [***] Â â–ª [***] Â Â â—‹ No data ingress/egress fees Â â—‹ The HPE [***] Datacenter has 100Gb/s ethernet connectivity to the [***]H100 system, with a demarcation point at the edge of the Datacenter. Purchaser to provide telecom connectivity from their site(s) to the demarcation point at the HPE [***] Datacenter. Â 3.2.3 Software included in the system Â Â â–ª [***] Â â–ª [***] Â â–ª [***] Â â–ª [***] Â 3.2.4 Systems capacity Â Hosting Site Â System Component Â Billing Tier Â Requested Capacity [***] Â GPU as-a-Service Â H100-GPU Â [***] GPUs Â Â [***] Â Â Â [***] Â Â [***] Â Â Â [***] Â Page 5 of 24 Â Â 3.3 HPE Cloud Services for AI and Supercomputing Â HPE Cloud Control Plane is a multi-tenant software platform, tailored for AI and HPC workloads that delivers rapid access to: Â â—Supercomputing resources in a secure multi-tenant environment, tailored for AI and high performance computing applications. Â Â Â â—High-performance and scalable services for productive supercomputing applications and workflows. Â Â Â â—The HPE Cloud Control Plane will be delivered as a system update and will be consistently developed and updated to deliver new capabilities for users. Â Proposed Access model / onboarding Â â–ªHPE provides: Â Â â—‹ [***] Â â—‹ Secure high speed network with [***] Â â—‹ HPE user accounts and customer login via web console Â â—‹ [***]storage access Â 3.4 System Setup Â Provide access to a fully functioning supercomputing cluster with [***] GPUs via interconnected systems. Â 3.5 Project Management Â Dedicated resources for managing the project as defined in this SOW end-to-end for the duration of the Term. Â PRICING Â 3.6 Time-based charges Â The parties agree to the following HPE GreenLake for Supercomputing pricing. Such pricing is effective for the duration of the System Term. Â Prices are in USD$ and exclusive of applicable taxes (such as, sales, value-added tax (VAT), goods and services tax (GST), stamp duty, or similar taxes or fees including stamp duty). Â SCaaS Â 36-month System Term Months Â 36 [***] Â [***] [***] Â [***] [***] Â [***] [***] Â [***] [***] Â [***] [***] Â [***] Upfront Payment $ Â $10,293,350.40 Residual Â $24,017,817.60 [***] Â [***] Â Service Type Â Compute Resource Â UoM Â Service Quantity and Price Â Requested Term GPU as-a-Service Â NVIDIA [***] H100 SXM w/ [***] RAM per node Â GPU-hour Â GPUs [***] [***] [***] Â 36 months Â Note: UoM = Unit of measurement Â Page 6 of 24 Â Â 3.7 Optional services Â Â â— HPE Machine Learning Development Environment (MLDE) as-a-service licensed for all GPUs at [***] Â Â Â Â â— Additional Storage options Â Â â— [***] Â Â Â Â â— [***] Â HPE MLDE or additional storage may be added via a GreenLake change order separate from existing proposal Â Additional service scope and charges will be detailed and agreed upon in subsequent Change Orders. Â 4. PURCHASERâ€™S USE of the services Â 4.1 During the System Term, and subject to Purchaserâ€™s obligations as set forth herein, Purchaser may provide access to the Services to its own customers, who will be considered End Users under the MSA. Â 5. Other contract terms Â 5.1 This SOW will become effective (such date, the â€œEffective Dateâ€) upon the satisfaction of the following conditions: (a) execution of this SOW by each of Purchaser and Seller (such date, the â€œExecution Dateâ€) prior to the Expiration Date, (b) Purchaser issuing the initial purchase order, (c) acceptance of such purchase order by Seller, which will require a satisfactory credit check, and (d) receipt by Seller of the initial pre-payment in the amount of $10,293,350.40 and [***]. Â 5.2 Once conditions (a), (b) and (c) in Section 5.1 above are satisfied, Seller and Purchaser will begin to prepare for system access on June 27, 2024. Â 5.3 Capacity reservation, and commencement of the services, is contingent on occurrence of the Effective Date. Â 5.4 If the Effective Date has not occurred by June 24, 2024 or such later date agreed to by Seller in its sole discretion, then (a) the order under the initial purchase order, if any, will be deemed cancelled and null and void, (b) this SOW will be deemed cancelled and null and void and (c) neither Seller nor Purchaser will have any all other obligations and liabilities under this SOW or otherwise to the other party or any other person. Â 5.5 Monthly payments are due by the 24th day of the month for the upcoming monthly service. Â Page 7 of 24 Â Â 5.6 This SOW is considered Supporting Material as defined in Section 1(b) of the MSA. This SOW and the solution and services described herein is governed by the SLA, which is also considered Supporting Material as defined in Section 1(b) of the MSA. Â 5.7 Soluna AL CloudCo, LLC represents and warrants that, as of the Execution Date and through at least until the Effective Date, it is a wholly owned subsidiary of Soluna Cloud, Inc. (â€œCloudâ€). Â 5.8 Upon execution of this SOW by Customer and HPE, all documents, instruments or other agreements by and between HPE and Cloud or by Cloud in favor of or for the benefit of HPE as of such execution date are automatically terminated and of no further force of effect. Â 5.9 The terms of any HPE Partner Ready Service Agreement or any other agreement of similar substantive effect will not govern or be used to interpret (a) the duties and obligations of the parties pursuant to this SOW and the appendixes hereto (including without limitation the MSA) or (b) the purchase or resale by Customer of the products or services outlined in this SOW (â€œApplicable Greenlake Products and Servicesâ€) or products or services which would be necessary to be acquired by Customer, for resale, in order to resell the Applicable Greenlake Products and Services. Â 5.10 This version replaces and supersedes the version signed June 17, 2024. Â 6. SIgnatures Â Hewlett Packard Enterprise Company Â Soluna AL CloudCo, LLC Â Â Â Â Â Â Authorized signature Â Authorized signature Â Â Â Print name Â Print name Â Â Â Title Â Title Â Â Â Date Â Date Â Please sign this document and return to HPE accompanied by your purchase order. HPE will sign and return one copy to your attention. Â Page 8 of 24 Â Â Appendix 1 â€“ HPC & AI CLOUD SERVICES AGREEMENT Â YOU (â€œCUSTOMERâ€) SHOULD CAREFULLY READ THE FOLLOWING TERMS BEFORE USE OF THE HIGH PERFORMANCE COMPUTE (HPC) AND ARTIFICIAL INTELLIGENCE (AI) ENVIRONMENT MADE AVAILABLE AS-A-SERVICE (HPC & AI CLOUD SERVICES) FROM THE APPLICABLE HEWLETT PACKARD ENTERPRISE ENTITY THAT ACCEPTED YOUR ORDER (HPE). USE OF HPC & AI CLOUD SERVICES SHALL BE DEEMED TO CONFIRM YOUR ACCEPTANCE OF THESE TERMS. Â 1. Scope. Â a.This HPC & AI Cloud Services Agreement (this â€œAgreementâ€ or â€œMSAâ€) sets forth the standard terms and conditions governing access and use of HPE High Performance Compute Environment As-A-Service by the Customer from whom HPE has accepted an Order (defined below). HPE and Customer agree that such Order will be governed by the HPE Greenlake Services Custom Statement of Work to which this MSA is attached as Appendix 1 (the â€œSOWâ€) and this Agreement. The terms of this Agreement come into effect upon the Effective Date (as defined in the SOW) and will remain in effect until expiration of the Term (defined below) or unless terminated pursuant to this Agreement. Â b.Pricing and any additional terms of use of each specific HPE HPC & AI Cloud Services engagement are stated in the applicable quote, service descriptions, SLAs, data sheets, statements of work (including the SOW), Orders, third-party end user license agreements or other applicable exhibits, addenda, documentation and attachments that HPE provides in connection with a quotation pursuant to which Customer submits its Order (â€œSupporting Materialâ€). HPE represents and warrants to Customer that all Supporting Materials as of the Execution Date are attached hereto as Exhibit B. Â c.Any Software that is provided as part of the Services is subject to the terms of the software license agreement and additional license authorizations, if applicable, available on hpe.com/software/SW Licensing. For non-HPE branded software, any provided third-party license terms will govern its use. Customer may be directed to the third partyâ€™s URL to click and accept the third partyâ€™s license terms and/or download the software for use under this Agreement. The respective license terms will be made available to Customer upon request. Any licenses granted will terminate upon termination or expiration of the Services. Â d.This Agreement is effective upon the Effective Date. If you are accepting on behalf of Customer, you represent and warrant that (i) you have full legal authority to bind Customer to this Agreement; (ii) you have read and understand this Agreement; and (iii) you agree, on behalf of Customer, to this Agreement. Â 2. Definitions Â a.â€œAccountâ€ means a Customerâ€™s HPC & AI Cloud Services account. Â b.â€œAgreementâ€ means these HPC & AI Cloud Services terms and any applicable Supporting Material. In the event of a conflict, the terms in a quotation or Supporting Material provided directly to Customer takes precedence over this Agreement, which takes precedence over any other Supporting Material that may be made available online. Â c.â€œContract Change Management Processâ€ means process, as described in Supporting Material, used to make modifications to the solution. Â d.â€œCustomerâ€ or â€œPurchaserâ€ means the entity that will be receiving the Services. Â Page 9 of 24 Â Â e.â€œCustomer Applicationâ€ means a software program that Customer creates, uses, or hosts using the Services. Â f.â€œCustomer Dataâ€ means data provided to or by Customer or End Users through the Services under the Account. Â g.â€œDashboardâ€ means the online dashboard/interface provided by HPE to Customer for administering and oversight of the Services. Â h.â€œDeliverableâ€ means tangible output of the Services specifically identified as such in Supporting Material. Â i.â€œEffective Dateâ€ has the meaning assigned to such term in the SOW. Â j.â€œExecution Dateâ€ has the meaning assigned to such term in the SOW. Â k.â€œEnd Usersâ€ means the individuals who are permitted by HPE and Customer to use the Services. Â l.â€œErrorsâ€ shall mean an incorrect or ambiguous statement in a document, or a condition in the HPE Products that causes a malfunction or a failure to function in accordance with the Supporting Material. Â m.â€œFeedbackâ€ means information, which may include, but is not limited to, Errors, comments, suggestions for new features or improvements, errors, performance

benchmarking, and tests or comparisons with any third-party products. Â n.â€œFeesâ€ means amount invoiced to Customer for a Payment Period - [***] and any applicable taxes (such as, sales, value-added tax [VAT], goods and services tax [GST] or similar taxes or fees including stamp duty). Â o.â€œHigh Risk Activitiesâ€ means activities where the use or failure of the Services would reasonably be expected to lead to death, personal injury, or environmental or property damage (including but not limited to such activities as the creation or operation of nuclear facilities, air traffic control, life support systems, or weaponry) and activities that could lead to support of a prohibited end use/user, including proliferation related end use/user, military end use/user, and supercomputing end uses in the Peopleâ€™s Republic of China and Macau. Â p.â€œHPEâ€ or â€œSellerâ€ means the contracting Hewlett Packard Enterprise entity. Â q.â€œIndirect Customerâ€ means Customers that receive HPC & AI Cloud Services through a reseller or other authorized partner. Â r.â€œOrderâ€ means any purchase order issued by Customer in accordance with the SOW or this Agreement. Â s.â€œPayment Periodâ€ means [***]. Â t.â€œProjectâ€ means a collection of HPC & AI Cloud Services resources configured by Customer via the Services. Â u.â€œRequested Capacityâ€ means [***]. Requested Capacity may increase through the Contract Change Management process documented in the Supporting Material. Â v.â€œReseller(s)â€ means authorized HPE partner(s) that are reselling HPC & AI Cloud Services to the Customer. Â w.â€œReserved Capacityâ€ means [***]. Â x.â€œServicesâ€ means the specific i) HPC & AI Cloud Services, ii) HPE GreenLake for Supercomputing, iii) GPU Infrastructure-as-a-Service, iv) HPE High Performance Compute Environment As-A-Service, as detailed in the Agreement and/or the applicable Supporting Materials that HPE will perform for the Customer and/or make available to the Customer and/or End User. Romanets i) thru iv) above are simply variations in the naming of what is the same Service. Â y.â€œService Instanceâ€ means a specific compute node or equivalent resource detailed in the Agreement and/or the applicable Supporting Materials that HPE will make available to the Customer. Â Page 10 of 24 Â Â z.â€œService Specific Termsâ€ means the then-current terms specific to one or more Services further described in the applicable Supporting Material. Â aa.â€œSLAâ€ means each of the then-current service level agreement described in the applicable Supporting Material. Â bb.â€œSLA MACâ€ means the breach of the Service Level (as defined in a SLA) for six consecutive months. Â cc.â€œSoftwareâ€ means any downloadable tools, software development kits, or other such computer software provided by HPE in connection with the Services, and any updates HPE may make to such Software from time to time, excluding any Third-Party Offerings. Â dd.â€œTermâ€ means the consecutive thirty-six (36) month period corresponding with system usage rights commencing June 27, 2024 or such later date mutually agreed by Customer and HPE. Â ee.â€œTSSâ€ means the then-current technical support service provided by HPE to Customer as described in the Supporting Material. Â ff.â€œUsed Capacityâ€ means [***]. Â gg.â€œVariable Capacityâ€ means [***]. Â 3. Services Â Â a. Services Use. During the Term, HPE will provide the Services in accordance with the Agreement, including applicable Supporting Material. Â Â Â Â b. Dashboard. Customer will have access to the Dashboard, through which Customer may manage its use of the Services. Â Â Â Â c. Accounts. Customer must have an Account to use the Services and is responsible for the information it provides to create the Account, the security of its passwords for the Account, and for any use of its Account. HPE has no obligation to provide multiple accounts to Customer. Â Â Â Â d. Modification or Customization. Â Â i. To the Services. HPE may propose commercially reasonable updates to the Services from time to time, to be agreed upon through the change management process, save and except security changes. In the event Purchaser rejects HPEâ€™s proposed reasonable updates, and any rejected update would have improved system performance, then HPE shall be not be responsible for negative repercussions that arise from the failure to make such updates, including without limit, achieving SLA commitments. For security changes, HPE has full control on such decisions and shall make any change necessary to maintain the security of the system and of Purchaserâ€™s data processed on it. Â Â Â Â ii. To the Data Privacy and Security Agreement. HPE may change the Data Privacy and Security Agreement (a) where such change is required to comply with applicable law, (b) is expressly permitted by the Data Privacy and Security Agreement, (c) is agreed by Customer, or (d) does not expand the scope or remove any restrictions on HPEâ€™s processing of â€œCustomer Personal Dataâ€ as described in the Data Privacy and Security Agreement. Â Â Â Â Â If HPE makes a material change to the Data Privacy and Security Agreement in accordance with Section 3(d)(ii)(a) or (b) or (d),HPE will post the change at the webpage containing the Data Privacy and Security Agreement. Â Page 11 of 24 Â Â Â iii. Discontinuation of Services. HPE will notify Customer at least 30 days before discontinuing any Service (or associated material functionality) unless HPE replaces such discontinued Service or functionality with a materially similar Service or functionality. Further, HPE will use reasonable efforts to notify Customer of significant modifications to a Customer-facing API and services interfaces in a backwards-incompatible manner. Nothing in this section limits HPEâ€™s ability to make changes required to comply with applicable law, address a material security risk, or avoid a substantial economic or material technical burden. This section does not apply to development or pre-general availability Services, offerings, or functionality. This Section 3(d)(iv) is subject in all respects to Section 3(d)(i) above. Â Â e. If the Services specifically include Deliverables, those Deliverables will conform materially to their written specifications. Â Â i. If the Customer notifies HPE of a non-conformity during the 30-day period following delivery of such Deliverables, HPE will promptly remedy the impacted Deliverables as described in the associated Supporting Material. The above states all remedies for warranty claims pertaining to Deliverables. To the extent permitted by law, HPE disclaims all other warranties. Â Â f. Services with training courses. Any course materials provided or made available are the copyrighted works of HPE or the original content provider. They are provided only for sole use of the person attending the course and may not be reproduced, distributed, or modified without HPEâ€™s written consent. Â 4. Customer Responsibilities Â Â a. Compliance. Customer will (a) ensure that Customer and its End Usersâ€™ use of the Services complies with the Agreement, (b) use commercially reasonable efforts to prevent and terminate any unauthorized use of, or access to, the Services, and (c) promptly notify HPE of any unauthorized use of, or access to, the Services, Account, or Customerâ€™s password of which Customer becomes aware. HPE reserves the right to investigate any potential violation of the Acceptable Use Policy (â€œAUPâ€) by Customer, which may include reviewing Customer Applications, Customer Data, or Projects. Â Â Â Â b. Privacy. Customer is responsible for any consents and notices required to permit (a) Customerâ€™s use and receipt of the Services and (b) HPEâ€™s accessing, storing, and processing of data provided by Customer (including Customer Data, if applicable) under the Agreement. Â Â Â Â c. Usage Restrictions. Customer and End Users shall not: (i) violate usage restrictions as set forth in this Agreement and applicable Supporting Material ; (ii) use or access HPC & AI Cloud Services to produce, market, or support its own products except as defined in the applicable SOW or Supporting Material; (iii) use or access HPC & AI Cloud Services to build a competitive product or service; (iv) sell, resell, license, sublicense, lease, rent, provide, transfer, or distribute HPC & AI Cloud Services or include HPC & AI Cloud Services as a service or outsourcing offering, or make any portion of HPC & AI Cloud Services available for the benefit of any third party; (v) violate any of the terms of the AUP; (vi) copy or reproduce any portion, feature, function, or user interface of HPC & AI Cloud Services; (vii) conduct Customerâ€™s business operations except as defined in the applicable SOW or Supporting Material; (viii) use HPC & AI Cloud Services to submit, send, or store Customer-provided Data that comprises financial data, payment information, personal data, protected health information, personally identifiable information, or information subject to privacy or data protection regulations; (ix) use HPC & AI Cloud Services to disrupt or cause harm to a third partyâ€™s system or environment; (x) disclose any information relating to the performance or operation of HPC & AI Cloud Services (including any benchmarking or other testing results) to any third party without the express prior written consent of HPE; (xi) engage a third party to perform security testing on HPC & AI Cloud Services unless that third party first enters into a written non-disclosure agreement directly with HPE; (xii) access or use the Services (a) for High Risk Activities; (b) in a manner intended to avoid incurring Fees (including creating multiple Customer Applications, Accounts, or Projects to simulate or act as a single Customer Application, Account, or Project (respectively)) or to circumvent Service-specific usage limits or quotas; (c) to engage in cryptocurrency mining without HPEâ€™s prior written approval; (d) to operate or enable any telecommunications service or in connection with any Customer Application that allows End Users to place calls or to receive calls from any public switched telephone network, unless otherwise described in the Service Specific Terms; (e) for materials or activities that are subject to the International Traffic in Arms Regulations (ITAR) maintained by the United States Department of State; (f) in a manner that breaches, or causes the breach of, Export Control Laws; or (xiii) cause or permit any third party to do any of the foregoing. Â Page 12 of 24 Â Â Â d. Copyright. HPE cannot determine whether something is being used legally without input from the copyright holders. HPE will respond to notices of alleged copyright infringement and may terminate repeat infringers in appropriate circumstances as required to maintain safe harbor for online service providers under the U.S. Digital Millennium Copyright Act. If Customer believes a person or entity is infringing Customerâ€™s or its End Userâ€™s copyrights and would like to notify HPE, information about submitting notices and HPEâ€™s policy about responding to notices can be found at DMCA Notice. Â Â Â Â e. Customer warrants that it will not disclose or otherwise transfer to HPE or its employees any of Customerâ€™s items that are listed in an Export Control Classification Number (ECCN), other than â€œEAR99â€, under the US or EU export control regulations, or listed on the United States Munitions List in the US International Traffic in Arms Regulations, unless Customer provides HPE at least one (1) monthâ€™s prior written notice of the need to disclose or transfer such items. Unless expressly agreed otherwise, Customer will obtain any export licenses required to disclose such items to HPE. Â Â Â Â f. Customer warrants that it will not use HPE services, equipment, software, or technology in support of a prohibited end use/user, including proliferation related end use/user, military end use/user, and supercomputing end uses in the Peopleâ€™s Republic of China and Macau. See 15 C.F.R. Sections 744.6; see also 15 C.F.R. 744.2-744.4). Customer warrants that it will not provide access to HPE Services to parties in sanctioned jurisdictions or to the items or Services produced under this Agreement using HPE items or Services. Â Â Â Â g. Unless included as part of the Services, the Customer is responsible for purchasing and installing the OS, virtualization software, and any other software licenses and support that it wishes to utilize with the Services. Â Â Â Â h. Customer is responsible for any and all use of Services through Customerâ€™s credentials or any account that Customer may establish. Customer agrees to maintain the confidentiality of Customerâ€™s account, credentials, and any passwords necessary to use Services. Should Customer believe that there has been unauthorized use of Customerâ€™s account, credentials, or passwords, Customer must immediately notify HPE. Â Page 13 of 24 Â Â Â i. Customer will comply with HPEâ€™s IT security access requirements set forth in the Supporting Material. HPE may terminate Customerâ€™s access to the Services at any time in HPEâ€™s sole discretion, including a breach of the terms of this Agreement or an Order or HPC & AI Cloud Services End Use/User Certificate. Â Â Â Â j. Customer warrants that its software applications that will be loaded onto or interact with the HPE Products will not (i) contain lock out devices or have any virus, disabling device, time bomb, trojan horse, back door or any other harmful component(s), (ii) replicate, transmit or activate itself without control of a person operating the computing equipment on which it resides, (iii) alter, damage or erase any data or other computer programs without control of a person operating the computing equipment on which it resides or (iv) contain any code, key, node lock, time-out or other function whether implemented by electronic, mechanical or other means which restricts or may restrict use or access to programs or data based on residency on a specific hardware configuration, frequency or duration of use, or other limiting criteria. Â Â Â Â k. HPE information requests Â Â i. Unless otherwise agreed, the Customer will respond within two business days to HPE requests for Customer business and technical data, documentation, and other Services relevant information required by HPE for the provision of Services. This includes: Â Â 1. documentation and information needed for design, development, evaluation, installation, and testing Â Â Â Â 2. Storage configuration information Â Â Â Â 3. Network configuration information (including IP addresses, LAN and WAN connections and network topology, routing, VLANs, firewall settings, DNS, and DHCP). Â 5. Export Controls Â Â a. Customer acknowledges that the HPE Products, HPE Services provided by HPE under this Agreement are U.S. origin and subject to U.S. export control laws and regulations, including the sanctions programs administered by the U.S. Department of the Treasuryâ€™s Office of Foreign Assets Control (OFAC) and the U.S. Department of Commerceâ€™s Bureau of Industry and Security (BIS), and are subject to the local laws where HPC AI Cloud Services and Infrastructure are employed. Accordingly, Company represents and warrants, with respect to its activities pursuant to this Agreement, that: (i) it will comply with all applicable export control and sanctions laws, including the U.S. sanctions programs administered by OFAC, the EAR, and the export control and sanctions laws of the United Nations, the European Union (including any member state thereof), the United Kingdom, and local laws, as applicable; and (ii) it will not take any action, including any use of the HPE Service, or any use, export, reexport, or transfer of information, items, or Services acquired under this Agreement, that causes HPE to be in violation of any applicable export control and sanctions laws. Â Â Â Â b. Customer represents and warrants that, except as specifically disclosed to Seller in writing: (i) Customer is not the subject of any sanctions or export restrictions, and is not 50% or more owned, directly or indirectly, individually or in the aggregate, by any person (individual or entity) that is subject to such restrictions; (ii) that Customer is not a prohibited person subject to any end user or end use restrictions under the EAR, including the Military End User or Military Intelligence End User, as those terms are defined in the Export Administration Regulations (EAR) (at 15 C.F.R. Â§Â§ 744.21(g), 744.22(f)(2)), (iii) that Customer is not a prohibited person subject to any end user or end use restrictions under any non-U.S. Military End User or Military Intelligence End User prohibitions, and (iv) that Customer will not allow any persons to access or use HPE Services, or any software, data, or items derived from the HPE Lab or HPEâ€™s services, who are subject to the restrictions in (i), (ii) or (iii) absent the prior written approval of HPE as well as any required governmental approval. Â Page 14 of 24 Â Â Â c. Customer will not, without prior written approval from HPE, allow any persons to have access to or use of HPE Products if such access or use would require governmental approval. Â Â Â Â d. Prior to gaining access to the Services, any Customer Visitors or third party requesting access must complete and submit an HPC & AI Cloud Services End Use/User Certificate, as attached hereto as Exhibit A. Â 6. Support Â Â a. By Customer. Customer is responsible for technical support of its Customer applications and projects. Â Â Â Â b. By HPE. [***]. Â 7. Orders. Customer may place orders for HPC & AI Cloud Services as directed in a valid quote from HPE. Â 8. Term and Termination. Â Â a. This Agreement shall commence on the Effective Date and shall continue for the Term unless terminated according to the terms of this Section. Â Â Â Â b. Termination for Cause. Â Â i. In the event that either party materially breaches this Agreement and such breach continues uncured for thirty (30) days following notice of such breach, the other party may terminate this Agreement immediately upon written notice to the breaching party. Â Â c. Termination for Inactivity. HPE reserves the right to terminate the provision of the Services upon 30 daysâ€™ advance notice if, for a period of 60 days Customer has not accessed the Admin Console or the Project has had no network activity. Â Â Â Â d. Termination for Convenience. Subject to the Early Termination clause, Customer may terminate this Agreement for its convenience at any time with at least 90 days prior written notice and, upon termination, must cease use of the applicable Services. Â Â Â Â e. Termination for Occurrence of an SLA MAC. Customer may terminate this Agreement due to the occurrence of an SLA MAC, within 90 days after such right arises, by providing notice of such termination to HPE. In such event, HPE will refund to Customer [***]. Â Â Â Â f. Termination Due to Applicable Law; Violation of Laws. HPE may terminate this Agreement immediately on written notice if HPE reasonably believes that (a) continued provision of any Service used by Customer would violate applicable law(s) or (b) Customer has violated or caused HPE to violate any Anti-Bribery Laws or Export Control Laws. Â Â Â Â g. Upon expiration or termination of a the HPC & AI Cloud Services Order, except as otherwise provided in the Supporting Material or this Agreement: Â Â i. HPE may disable all Customer access to the HPC & AI Cloud Services environment. Â Page 15 of 24 Â Â Â Â Â Â ii. Customer shall promptly return to HPE (or at HPEâ€™s request destroy) any Confidential information and HPE Products provided with HPC & AI Cloud Services ; and Â Â iii. HPE shall make available certain data in the format generally provided by HPE, subject to the terms of the applicable Supporting Material. Â Â iv. HPE will backup Customer-provided Data and return such Data, provided HPE is permitted to backup and return the Data under applicable law. Â Â h. Early Termination Â Â i Insolvency, Bankruptcy. If either party becomes insolvent, unable to pay debts when due, files for or is subject to bankruptcy or receivership or asset assignment, the other party may terminate this Agreement. Â Â ii. In the event of termination of the Agreement or any Order by Customer for convenience or by HPE for Customer breach, insolvency, inability to pay debts when due, filing for or being subject to bankruptcy or receivership or asset assignment before the expiration of the Term, the Customer must pay HPE early termination fees, calculated as [***]. Â Â iii. In the event of termination for cause resulting from an uncured HPE breach or HPE insolvency event, then Customerâ€™s sole remedy will be [***]. Â Â iv. In the event of termination for cause resulting from an uncured Customer breach or Customer insolvency or bankruptcy event, HPE may cancel any unfulfilled obligations. Â 9. Suspension. HPE may suspend Customerâ€™s access and use rights to HPC & AI Cloud Services where Customer: Â Â a. Fails to make payments when due. Â Â b. Customer violates any of its obligations under this Agreement. Â Â c. Customer remains responsible for applicable fees through date of suspension including usage and data storage fees. Customer will not be entitled to service credits during any suspension period. Â Â d. AUP or Use Violations. If HPE becomes aware that Customerâ€™s or any End Userâ€™s use of the Services violates the AUP or any other provision in section 4.c (Usage Restrictions), HPE will notify Customer and request that Customer correct the violation. If Customer fails to correct the violation within 24 hours of HPEâ€™s request, then HPE may suspend all or part of Customerâ€™s use of the Services until the violation is corrected. Â Â e. Other Suspension. HPE may immediately suspend all or part of Customerâ€™s use of the Services if (a) HPE reasonably believes Customerâ€™s or any End Userâ€™s use of the Services could adversely impact the Services, other customersâ€™ or their end usersâ€™ use of the Services, or the HPE network or servers used to provide the Services; (b) there is suspected unauthorized third-party access to the Services; (c) HPE reasonably believes that immediate suspension is required to comply with any applicable law; or (d)

Customer is in breach. HPE may suspend performance of obligations under this Agreement if: (1) Customer violates any applicable export, import or sanctions law or regulation; (2) to the extent necessary to assure the Partiesâ€™ compliance under U.S. or other applicable export, import or sanctions laws or regulations; or (3) for a commercially reasonable purpose. HPE will lift any such Suspension when the circumstances giving rise to the suspension have been resolved. At Customerâ€™s request, HPE will, unless prohibited by applicable law, notify Customer of the basis for the Suspension as soon as is reasonably possible. Â Page 16 of 24 Â Â Â 10. Payments. Â Â a. [***]. Â Â b. Customer will pay invoiced amounts [***]. Â Â c. Taxes. Â Â i. Prices are exclusive of applicable present or future sales, VAT, GST, or similar taxes. HPEâ€™s invoices will separately state charges and applicable taxes. Unless the Customer has provided HPE with an appropriate exemption certificate before the relevant Services are performed, the Customer will pay or reimburse HPE for all present or future taxes, fees, and surcharges applicable to the Services (however levied). Â Â ii. If the Customer is required to withhold any tax related to the Services, the Customer will reduce payment to HPE by the amount of the tax and provide HPE with applicable tax documentation necessary for HPE to reclaim all withheld taxes. If the Customer has not provided the necessary documentation within the time prescribed by the taxing authority, the Customer will reimburse the withheld amount to HPE. Â Â iii. Customer will provide HPE with any applicable tax identification information that HPE may require under applicable law to ensure its compliance with applicable tax regulations and authorities in applicable jurisdictions. Customer will be liable to pay (or reimburse HPE for) any taxes, interest, penalties, or fines arising out of any mis-declaration by Customer. Â Â iv. Each party is solely responsible for all taxes and assessments upon its real and personal property and net income. Â Â v. Payment Disputes & Refunds. [***]. Â Â vi. Delinquent Payments; Suspension. HPE reserves the right to charge a commercially reasonable and legally permissible interest rate for late payments from the payment due date until paid in full. Customer will be responsible for all reasonable expenses (including attorneysâ€™ fees) incurred by HPE in collecting such delinquent amounts. Â Â vii. No Purchase Order Number Required. Customer is obligated to pay all applicable Fees without any requirement for HPE to provide a purchase order number on HPEâ€™s invoice (or otherwise). Â 11. Access and IP Rights, Security Requirements. Â Â a. HPE grants to Customer a non-exclusive, non-transferable and revocable right, exercisable only during the period of the Order Term, to (i) access and use the Services, through Customerâ€™s credentials or any account that Customer may establish, for the Services purchased; and (ii) to internally reproduce and use copies of any Deliverables. Â Â b. Intellectual Property Rights. Except as expressly stated in this Agreement, this Agreement does not grant either party any rights, implied or otherwise, to the otherâ€™s content or any of the otherâ€™s intellectual property. As between the parties, Customer retains all its Intellectual Property Rights in Customer Data and Customer applications, and HPE retains all its Intellectual Property Rights in the Services and Software. Â Â c. Protection of Customer Data. HPE will only access or use Customer Data to provide the Services and TSS to Customer or as otherwise instructed by Customer and will not use it for any other HPE products, services, or advertising. HPE has implemented and will maintain administrative, physical, and technical safeguards to protect Customer Data, as further described in the Data Privacy and Security Agreement. Â Page 17 of 24 Â Â 12. Personal Information Â Â a. Personally Identifiable Information may only be used for the purpose of fulfilling obligations or exercising rights under the Agreement. Such information may be shared with employees, affiliates, agents, or contractors with a need to know such information to support that purpose. The parties will use a reasonable degree of care to prevent unauthorized use or disclosure. Â Â b. Where legitimate business purposes require HPE to collect and process personally identifiable business contact information relating to Customerâ€™s employees or other individuals representing Customer, HPE, as a data controller, will process such personally identifiable information i) using appropriate technical and organizational measures, and ii) in compliance with its privacy statement and applicable laws. Â Â c. Where legitimate business purposes require Customer to collect and process personally identifiable business contact information relating to HPEâ€™s employees or other individuals representing HPE, Customer, as a data controller, will process such personally identifiable information (i) using appropriate technical and organizational measures, and (ii) in compliance with Customerâ€™s privacy policies and applicable laws. Â Â d. Where HPE agrees to process personally identifiable information on behalf of Customer, HPE, as a data processor, will process such data only as permitted under the Agreement, including Supporting Materials, and in compliance with applicable laws (solution-based DPSAs and sub-processor information is available here. In the event international data transfers trigger the requirements for a data transfer mechanism, HPE will use its BCR-P or utilize the data transfer mechanism described in the applicable Supporting Materials. Â 13. Access and Use. Â Â a. HPE will use commercially reasonable efforts to provide access and use of the designated HPE Products in a timely manner in accordance with the terms of Customerâ€™s Order. However, HPEâ€™s ability to deliver HPC & AI Cloud Services will depend on Customerâ€™s reasonable and timely cooperation and the accuracy and completeness of any information from Customer needed to deliver HPC & AI Cloud Services. Â 14. Derivative Works, Feedback. Â Â a. Unless otherwise specified in writing by HPE, Customer is not authorized to create modifications to, including, but not limited to, derivative works of the Services or HPE Products. Â Â b. Customer may provide Feedback to HPE regarding the HPE Products or HPC & AI Cloud Services. Customer shall not disclose Feedback to any third parties without the prior written consent of HPE. Â Â c. Customer grants to HPE and its subsidiaries a perpetual, non-exclusive, irrevocable, worldwide, royalty-free license, including the right to grant and authorize sublicenses, under Customerâ€™s intellectual property rights, to implement, disclose, use, make, have made, sell, offer for sale, import, copy, modify, create derivative works of, perform, distribute, disclose and otherwise commercialize, without restriction, any modification or Feedback. Â 15. Warranties, Duty to Defend, and other General Legal Terms. Â Â a. Warranties Â Â i. HPE will provide Services using generally recognized commercial practices; however, the parties agree that Services may not be uninterrupted or error-free. HPE will use commercially reasonable efforts to provide the Services in accordance with the Order. Â Page 18 of 24 Â Â Â Â ii. HPEâ€™s service, support and warranty obligations do not apply for claims that are attributable to Customer based on: a) improper usage, site preparation or site or environment conditions or other non-compliance with Supporting Materials, b) changes or inappropriate maintenance or calibration of systems that were not completed or authorized by HPE, c) malfunctions or functional limitations of third-party software or products that have an effect on systems, for which HPE provides support or service, d) malware (e.g., viruses, worms), not introduced by HPE, or e) negligence, accident, fire or water damage, electrical faults, transport, by the Customer or other reasons beyond the control of HPE. Â Â iii. The Agreement states all remedies for warranty claims. To the fullest extent permitted by law, HPE disclaims all other warranties, conditions and terms implied by law. Â Â b. Confidentiality Â Â i. Confidential Information means all material, non-public information disclosed or made available between the parties, if the circumstances of disclosure would reasonably indicate such treatment (including any of the information associated with the metering tools, metering or reporting of usage data, billing, or the process to collect amounts due under the Agreement). Â Â ii. The parties will keep Confidential Information in confidence. The parties may use Confidential Information only to fulfill obligations or exercise rights under the Agreement, and may share it only with employees, agents, or contractors with a need to know such information. The parties will protect the Confidential Information using a reasonable degree of care for three years from the date of receipt. These obligations do not cover information that was known or becomes known to the receiving party without obligation of confidentiality, is independently developed by the receiving party, or is disclosed as required by law. Â Â c. Rights and Remedies Â Â i. HPE and third-party software terms. During delivery of the Services, HPE may be required to install copies of third-party or HPE software and to accept on behalf of the Customer the license terms of such software, which may be in electronic format, embedded in the software, or contained within the software documentation, and can be made available upon request. Customer is responsible to review the license terms at the time of installation, and hereby authorizes HPE to accept such terms on its behalf. Â Â ii. Customer duty to defend. Customer will defend or settle any third-party claims against HPE arising out of Customerâ€™s or its usersâ€™, employeesâ€™, contractorsâ€™-(excluding HPE), or agentsâ€™ improper use of the systems and Services, subject to HPEâ€™s prompt notification of the claim and cooperation with Customerâ€™s defense. The Customer will pay third-party claim defense costs, settlement amounts, and any court-awarded damages. This section states Customerâ€™s entire liability and HPEâ€™s sole and exclusive remedy for such third-party claims. Â Â iii. HPE duty to defend. HPE will defend or settle any third-party claims against the Customer that allege an HPE-branded system or Service or Deliverables supplied under the Agreement infringes the intellectual property rights of a third party, subject to Customerâ€™s prompt notification of the claim and cooperation with HPEâ€™s defense. HPE may modify the systems or Services or Deliverables to be non-infringing and materially equivalent, or HPE may procure a license. If these options are not available, HPE will refund the balance of any pre-paid and undelivered Services upon return of the impacted systems and/or Deliverables. HPE is not responsible for claims resulting from any unauthorized use of the systems or Services or Deliverables content or design provided by the Customer. HPE will pay third-party claim defense costs, settlement amounts, and any court-awarded damages. This section states HPEâ€™s entire liability and Customerâ€™s sole and exclusive remedy for such third-party claims. Â Page 19 of 24 Â Â Â iv. Limitation of liability Â Â a) [***]. Â Â b) [***]. Â Â c) This provision does not limit either partyâ€™s liability for: unauthorized use of intellectual property, death or bodily injury; damage to tangible personal property caused by their negligence; breaches of confidentiality under section 14(b) caused by their negligence; acts of fraud or wilful misconduct; any payment or fees (including Early Termination under section 7(g)) owed by Customer to HPE pursuant to the Agreement; or any liability which may not be excluded or limited by applicable law. Â 16. General Provisions. Â Â a. Force Majeure. Except for payment obligations, neither party will be liable for delays or for non-performance due to causes beyond its reasonable control even if the party has been already in delay when the force majeure event occurred, including acts of God, labor disputes or other industrial disturbances, electrical or power outages, utilities or other telecommunications failures, earthquake, storms or other elements of nature, blockages, embargoes, riots, acts or orders of government, acts of terrorism, worldwide pandemics, insurrection, acts of treason, or war. Â Â b. Electronic Transactions. The parties agree to do business electronically. Electronic transactions include consenting to contracts, placing or accepting orders, exchanging and accepting Supporting Material, content posted on HPE websites, or any electronic document related to the HPE solutions (Electronic Transactions). If such Electronic Transactions are contested as unenforceable by Customer, Customer agrees that HPE may terminate Customerâ€™s access to HPE solutions. Â Â c. Entire Agreement. This Agreement represents the partiesâ€™ entire understanding with respect to its subject matter and supersedes any previous communications. Any changes to the Agreement must be agreed upon in writing by both parties. Any representation, promise, or condition not explicitly set forth in this Agreement shall not be binding on either party. Â Â d. Assignment. Customer shall not assign or otherwise transfer any rights or obligations under this Agreement without HPEâ€™s prior written consent. Any attempted assignment or transfer by Customer shall be null and void. Â Â e. Survival. Any clause which by its nature should survive to give adequate effect to its terms (for example, but not limited to, confidentiality obligations, rights and remedies, Early Termination Fees, de-installation fees, and more) will survive the termination or expiration of the Agreement. Â Â f. Enforceability. If any term or provision of the Agreement is held to be illegal or unenforceable, the validity or enforceability of the remainder of the Agreement will not be affected. Â Page 20 of 24 Â Â Â g. Compliance with laws Each party will comply with applicable laws, including the export, import and sanctions laws of the United States (US), European Union (EU) and other applicable jurisdictions. Customer warrants that no Customer locations or recipients of HPE items are subject to any embargoes (currently Cuba, Iran, North Korea, Syria, and the Crimea region of Ukraine), trade control sanctions, or blocking measure, and that Customer is not owned or controlled, directly or indirectly, by any person or entity subject to any such restrictions. Customer will be the importer of record for any hardware items for which import is required for delivery of any portion of the Services. HPE may suspend performance of relevant Services to the extent necessary to ensure compliance under US or other applicable laws. Unless otherwise indicated by the parties, notices sent in connection with this Agreement shall be sent to the attention of the individuals who signed the Agreement at the addresses set forth above. Â Â h. Waiver. Failure to exercise any rights under this Agreement shall not constitute a waiver or forfeiture of such rights. If any provision herein is determined to be illegal or unenforceable, the validity or enforceability of the remainder of the provisions will remain in full force and effect. Â Â i. Governing Law/Disputes. The validity, construction, and performance of this Agreement will be governed by the substantive laws of the jurisdiction of the HPE Entity signing this Agreement, without regard to the conflicts of law provisions thereof. Â Â j. This Agreement may be executed in counterparts, which together will be taken as one Agreement. Â 17. Deemed Amendments the DPSA. Â The parties agree to the following deemed deletions and insertions to the corresponding section of the DPSA (Version 1, published May 1, 2023): Â Â - Section 6.2: â€œIn case HPE and Customer fail to agree on an amicable resolution to the proposed change, either party shall have a right to terminate the Agreement without further obligations or penalty.â€ Â Â - Section 6.4. â€œHPE remains responsible for the acts and omissions of the Subprocessors it engages to provide the Services to Customers giving rise to a breach of this DPSA or a Security Incident, as defined below, as if they were its own acts or omissions.â€ Â Â - Paragraph 10 in Exhibit A should read: â€œIn the event HPE confirms or reasonably suspects a security breach leading to the accidental or unlawful destruction, loss, alteration, or unauthorized disclosure of, or access to, Customer Personal Data (â€œSecurity Incidentâ€), HPE will: Â Â â—‹ [***]. Â Â â—‹ [***]. Â Page 21 of 24 Â Â EXHIBIT A Â HPC & AI Cloud Services End Use/User Certificate Â In addition to the representations made in the Agreement related to ensuring compliance with export controls and sanctions, any Customer Visitors or third party requesting access to the HPE Services (â€œGuestâ€) must submit the following information to HPE prior to gaining access to HPE Services: Â Customer Name: Â Customer Address: Â Guest Name: Â Guest Relationship to Customer: Â Guest Address: Â Specific End Use of HPE Service: Â Project Name (if any): Â Â Â Guest certifies the following: Â Â a. Unless Guest or Customer provide notice to HPE and HPE agrees in writing, the Guest shall only use HPE Services in connection with software or technical data/technology that is: Â Â i. Publicly available; Â Â ii. Determined to be classified as EAR99; or Â Â iii. Determined to be classified within an Export Control Classification Number (ECCN) that is export controlled only for Anti-Terrorism (AT) purposes. Â Â b. If Guest intends to use HPE Services in connection with software or technical data/technology controlled at a level above those described in paragraph (a) (e.g., ECCNs 3D001, 3E001, 4E001 or any category of the United States Munitions List (USML)), the Guest must declare this intent prior to use of HPE Services and receive prior written consent from HPE. Â Â c. If a use described in paragraph (b) is approved by HPE, the Customer must ensure such software or technical data/technology is marked conspicuously. This marking must include the applicable ECCN or USML category. Â Â d. Any items controlled at levels above those described in section (a) while accessing HPE Services must be disclosed to HPE prior to utilizing HPE Services. Â Guest declares that they intend to upload the following export-controlled hardware, software, or technology/technical data while using HPE Services: Â Item Description Â Export Classification (ECCN or USML Category) Â Â Â Â

evaluation and trial accounts; (vi) that result from any voluntary actions or inactions from Customer (e.g. misconfigurations, faulty settings, etc.); (vii) that result from Customer equipment, inputs, software or other technology; or (viii) that result from any actions or inactions of Customer or any third party, including employees, agents, contractors, or vendors, or anyone gaining access to HPE GreenLake for Supercomputing by means of Customerâ€™s passwords or equipment; (ix) arising from HPEâ€™s suspension and termination of your rights. Â Â 5. [***]. Â Â 6. Definitions: Â â€œDowntimeâ€ means, from the time of Customerâ€™s notification, the number of hours that the Service Instance does not meet the Service Level. Downtime does not include the initial [***] that the Service Instance fails to meet the Service Level nor include unavailability, suspension, or termination of Services, or any other HPE GreenLake for Supercomputing performance issues due to any of the factors listed in Section 4. Â [***] Â [***] Â â€œService Instanceâ€ means a compute node or equivalent resource as defined in the MSA. A Service Instance includes GPUs and other critical hardware components. Â [***] Â Page 24 of 24 Â EX-10.106 7 ex10-106.htm Â Exhibit 10.106 Â Certain identified information has been omitted from this exhibit because it is both (i) not material and (ii) of the type that Registrant customarily and actually treats as private or confidential. Such omitted information is indicated by [***] in this exhibit. Â THIS NOTE HAS NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED (THE â€œACTâ€), OR UNDER THE SECURITIES LAWS OF ANY STATE. THIS NOTE MAY NOT BE OFFERED, SOLD OR OTHERWISE TRANSFERRED, PLEDGED OR HYPOTHECATED EXCEPT AS PERMITTED UNDER THE ACT AND APPLICABLE STATE SECURITIES LAWS PURSUANT TO REGISTRATION OR AN EXEMPTION THEREFROM. THE ISSUER OF THIS NOTE MAY REQUIRE AN OPINION OF COUNSEL SATISFACTORY TO THE ISSUER THAT SUCH OFFER, SALE OR TRANSFER, PLEDGE OR HYPOTHECATION OTHERWISE COMPLIES WITH THE ACT AND APPLICABLE STATE SECURITIES LAWS. PROMISSORY NOTE Â $12,500,000 June 20, 2024 Â FOR VALUE RECEIVED, SOLUNA AL CLOUDCO, LLC, a Delaware limited liability company (the â€œCompanyâ€), promises to pay to [***], a Delaware limited liability company (including its successors and permitted assigns, the â€œHolderâ€), the principal amount of TWELVE MILLION FIVE HUNDRED THOUSAND and 00/100 U.S. DOLLARS ($12,500,000.00 USD) (or, if less, so much thereof as shall not have been repaid or prepaid) on or before June 20, 2027 (the â€œMaturity Dateâ€), with interest on the terms and conditions set forth herein. Â This Promissory Note (this â€œNoteâ€) is issued by the Company pursuant to that certain Note Purchase Agreement, dated as of June 20, 2024 (as amended, restated, or otherwise modified from time to time, the â€œNote Purchase Agreementâ€), by and among the Company, SOLUNA CLOUD, INC., a Nevada corporation (â€œCloudâ€), SOLUNA HOLDINGS, INC., a Nevada corporation (â€œHoldingsâ€ and, along with Cloud, each a â€œGuarantorâ€ and together the â€œGuarantorsâ€), and Holder. Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Note Purchase Agreement. Â The following is a statement of the other rights and obligations of the Holder of this Note and the terms and conditions to which this Note is subject, and to which the Holder hereof by the acceptance of this Note agrees: Â 1. Interest. Interest shall accrue on the unpaid principal balance of this Note at a rate of nine percent (9.0%) per annum; provided, however, that, upon the occurrence of an Event of Default that is continuing, interest shall accrue on the unpaid principal balance of this Note at a such rate plus nine (9.0%) per annum (such additional rate of interest applicable upon the occurrence of an Event of Default that is continuing, the â€œIncremental Default Rateâ€). Interest shall be calculated on the basis of the actual number of days elapsed over a 360-day year and shall compound monthly (other than with respect to interest that accrues at the Incremental Default Rate, which shall compound annually). Interest accruing at the Incremental Default Rate shall be payable on demand. Â Â Â Â 2. Payment. Â (a) Scheduled Payments. The Company will pay to the Investor the amounts set forth on Exhibit A on or prior to the dates set forth on Exhibit A, which payments shall be applied to the outstanding principal balance and accrued interest as set forth on Exhibit A. Â (b) Prepayment. The Company may prepay any outstanding balance due under this Note in whole or in part at any time without penalty, premium or fee. Â (c) Maturity Date. The entire remaining unpaid principal balance of this Note, all accrued but unpaid interest and all other sums due the Holder under this Note shall be due and payable in full, without demand, protest, or notice of protest, on the Maturity Date. Â 3. Remedies. Upon the occurrence of an Event of Default that is continuing, all unpaid principal, accrued but unpaid interest and other amounts owing under this Note and the other Note Documents shall, at the option of, and only upon written notice provided to the Company exclusively by the Holder, be immediately due and payable; provided, however, that, in the case of an Event of Default specified under subsection (d) of Section 4 of the Note Purchase Agreement, all unpaid principal, accrued but unpaid interest and other amounts owing under this Note and the other Note Documents shall automatically be immediately due and payable without presentment, demand, protest or other formalities of any kind. If an Event of Default occurs and is continuing, then the Holder may pursue any available remedy by proceeding at law or in equity to collect the payment of amounts due under this Note and the other Note Documents, or to enforce the performance of any provision of this Note and the other Note Documents. The Company agrees to pay all reasonable costs and expenses (including, without limitation, reasonable and documented attorneysâ€™ fees) incurred by the Holder in connection with the enforcement of this Note and the other Note Documents upon the occurrence of an Event of Default that is continuing. Notwithstanding the foregoing, the Holder may elect in writing to waive any Event of Default and upon receipt of such waiver, any Event of Default (including any prior Event of Default which is continuing) shall be deemed to be waived by the Holder. Â 4. Collateral. This Note shall be secured by all or substantially all of the Companyâ€™s assets pursuant to the Company Security Agreement and all other security documents executed in connection this Note and the Note Purchase Agreement, including, without limitation, the Collateral Assignment, the Cloud Security Agreement, the Cloud Pledge Agreement, the Holdings Security Agreement and the Holdings Pledge Agreement, in each case, subject to the terms and conditions set forth therein. Â 5. Assignment. This Note shall not be assignable by Company or the Holder without the prior written consent of the other party; provided, however that the Holder may assign this Note without consent of the Company in accordance with Section 6 of the Note Purchase Agreement. Â 2 Â Â 6. Miscellaneous. Â 6.1 Waivers and Amendments. The terms and provisions of this Note may be waived (either generally or in a particular instance, either retroactively or prospectively and either for a specified period of time or indefinitely), only with the written consent of the Company and the Holder. This Note may be discharged or terminated only pursuant to a writing signed by the Holder. This Note, or any provisions hereof, may not be amended, modified, waived, discharged or terminated orally, but only in writing as provided above. Â 6.2 Governing Law; Jurisdiction and Venue; Waiver of Jury Trial; Arbitration. Â (a) This Note shall be governed by the internal laws of the State of Delaware, without regard to conflict of law principles that would result in the application of any law other than the law of the State of Delaware. Subject to clause (c) of this Section 6.2, each of the parties hereto irrevocably submits to the non-exclusive jurisdiction of the state and federal courts located in the State of Delaware over any suit, action or proceeding arising out of or relating to this Note. Â (b) EACH OF THE COMPANY AND HOLDER HEREBY WAIVES ANY RIGHT TO HAVE A JURY PARTICIPATE IN RESOLVING ANY DISPUTE, WHETHER SOUNDING IN CONTRACT, TORT OR OTHERWISE, AMONG ANY OF THEM ARISING OUT OF, CONNECTED WITH, RELATING TO OR INCIDENTAL TO THE RELATIONSHIP BETWEEN THEM IN CONNECTION WITH THIS NOTE. Â (c) Except for claims, disputes and controversies that are not subject to arbitration by applicable law, any and all claims, disputes and controversies between or among the parties hereto, whether in tort, contract or otherwise, arising out of or relating to this Note shall, upon demand by any party, be determined by binding arbitration in the State of Delaware (or such other location as the parties mutually agree). The arbitration shall be administered by JAMS pursuant to its Expedited Arbitration Procedures then in effect (or any other form of arbitration mutually acceptable to the parties so involved). Judgment on the award may be entered in any state or federal court having jurisdiction in the State of Delaware. Â 6.3 Severability. Should any provision of this Note be held by any court of competent jurisdiction to be void or unenforceable, such defect shall not affect the remainder of this Note, which shall continue in full force and effect. Â 6.4 Notices. All notices required or permitted hereunder shall be in writing and shall be deemed effectively given if provided consistent with the Notice provision of the Note Purchase Agreement. Â 6.5 Counterparts. This Note may be executed in one or more counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument. One or more counterparts of this Note may be delivered by facsimile or by .pdf, .tif, .gif, .peg or similar attachment to electronic mail, and any such counterparts shall have the same effect as an original executed counterpart hereof, and shall be considered to have the same binding legal effect as if it were the original signed version thereof delivered in person. The words â€œexecution,â€ â€œsigned,â€ â€œsignature,â€ and words of like import in this Note (or in any amendment, waiver, consent, joinder or supplement hereto or any other document delivered hereunder) shall be deemed to include images of manually executed signatures transmitted by facsimile or other electronic format (including, without limitation, â€œ.pdfâ€, â€œ.tifâ€ or â€œ.jpgâ€) and other electronic signatures (including, without limitation, DocuSign and AdobeSign), each of which shall be of the same legal effect, validity or enforceability as a manually executed signature, to the extent and as provided for in any applicable law, including the Federal Electronic Signatures in Global and National Commerce Act, or the Uniform Electronic Transactions Act. Â 3 Â Â IN WITNESS WHEREOF, Company has caused this Note to be issued as of the date first written above. Â Â THE COMPANY: Â Â SOLUNA AL CLOUDCO, LLC Â Â By: Â Â Name: John Belizaire Â Title: CEO Â ACKNOWLEDGED AND AGREED TO: Â HOLDER: Â [***] Â Â Â EXHIBIT A Â Payment DateÂ Principal Amount PayableÂ Â Interest Amount PayableÂ Â Total Payment Amount (i.e., principal plus interest amounts)Â July 20, 2024Â $0Â Â $0Â Â $0Â August 20, 2024Â $0Â Â $0Â Â $0Â September 20, 2024Â $0Â Â $0Â Â $0Â October 20, 2024Â $342,856Â Â $95,875Â Â $438,731Â November 20, 2024Â $345,427Â Â $93,304Â Â $438,731Â December 20, 2024Â $348,018Â Â $90,713Â Â $438,731Â January 20, 2025Â $350,628Â Â $88,103Â Â $438,731Â February 20, 2025Â $353,258Â Â $85,473Â Â $438,731Â March 20, 2025Â $355,907Â Â $82,824Â Â $438,731Â April 20, 2025Â $358,577Â Â $80,155Â Â $438,731Â May 20, 2025Â $361,266Â Â $77,465Â Â $438,731Â June 20, 2025Â $363,976Â Â $74,756Â Â $438,731Â July 20, 2025Â $366,705Â Â $72,026Â Â $438,731Â August 20, 2025Â $369,456Â Â $69,276Â Â $438,731Â September 20, 2025Â $372,227Â Â $66,505Â Â $438,731Â October 20, 2025Â $375,018Â Â $63,713Â Â $438,731Â November 20, 2025Â $377,831Â Â $60,900Â Â $438,731Â December 20, 2025Â $380,665Â Â $58,067Â Â $438,731Â January 20, 2026Â $383,520Â Â $55,212Â Â $438,731Â February 20, 2026Â $386,396Â Â $52,335Â Â $438,731Â March 20, 2026Â $389,294Â Â $49,437Â Â $438,731Â April 20, 2026Â $392,214Â Â $46,518Â Â $438,731Â May 20, 2026Â $395,155Â Â $43,576Â Â $438,731Â June 20, 2026Â $398,119Â Â $40,612Â Â $438,731Â July 20, 2026Â $401,105Â Â $37,626Â Â $438,731Â August 20, 2026Â $404,113Â Â $34,618Â Â $438,731Â September 20, 2026Â $407,144Â Â $31,587Â Â $438,731Â October 20, 2026Â $410,198Â Â $28,534Â Â $438,731Â November 20, 2026Â $413,274Â Â $25,457Â Â $438,731Â December 20, 2026Â $416,374Â Â $22,358Â Â $438,731Â January 20, 2027Â $419,496Â Â $19,235Â Â $438,731Â February 20, 2027Â $422,643Â Â $16,089Â Â $438,731Â March 20, 2027Â $425,812Â Â $12,919Â Â $438,731Â April 20, 2027Â $429,006Â Â $9,725Â Â $438,731Â May 20, 2027Â $432,224Â Â $6,508Â Â $438,731Â June 20, 2027Â $435,465Â Â $3,266Â Â $438,731Â Â Â EX-10.107 8 ex10-107.htm Â Exhibit 10.107 Â Certain identified information has been omitted from this exhibit because it is both (i) not material and (ii) of the type that Registrant customarily and actually treats as private or confidential. Such omitted information is indicated by [***] in this exhibit. Â NOTE PURCHASE AGREEMENT Â This Note Purchase Agreement (this â€œAgreementâ€) is made as of June 20, 2024 by and among SOLUNA AL CLOUDCO, LLC, a Delaware limited liability company (the â€œCompanyâ€), SOLUNA CLOUD, INC., a Nevada corporation (â€œCloudâ€), SOLUNA HOLDINGS, INC., a Nevada corporation (â€œHoldingsâ€ and, along with Cloud, each a â€œGuarantorâ€ and together the â€œGuarantorsâ€ and, each Guarantor along with the Company, each a â€œNote Partyâ€ and together the â€œNote Partiesâ€), and [***] (the â€œInvestorâ€). Â RECITALS Â A. Upon the execution and delivery of this Agreement, the Company will issue a secured promissory note to the Investor, in the form attached hereto as Exhibit A (as amended, restated, supplemented or otherwise modified from time to time, the â€œNoteâ€), in a principal amount equal to Twelve-Million Five Hundred Thousand Dollars ($12,500,000). The Companyâ€™s obligations under the Note will be secured by all or substantially all of the Companyâ€™s assets pursuant to a security agreement to be executed and delivered by the Company in favor of the Investor, in the form attached hereto as Exhibit B (as amended, restated, supplemented or otherwise modified from time to time, the â€œCompany Security Agreementâ€) and a collateral assignment of the Companyâ€™s rights under the HPE Greenlake Custom Statement of Work, dated as of June 17, 2024, by and between the Company and Hewlett Packard Enterprise Company (â€œHPEâ€) (the â€œSOWâ€) and the Appendixes thereto (including without limitation the HPC & AI Could Services Agreement (the â€œMSAâ€) (collectively, as amended, restated, supplemented or otherwise modified from time to time, the â€œHPE Agreementâ€) pursuant to a Collateral Assignment Agreement to be executed and delivered by the Company in favor of the Investor, in the form attached hereto as Exhibit C (as amended, restated, supplemented or otherwise modified from time to time, the â€œCollateral Assignmentâ€ and, collectively with the Company Security Agreement, this Agreement and the Note, the â€œCompany Agreementsâ€). Â B. Upon the execution and delivery of this Agreement, and as further security for the Companyâ€™s obligations under the Note, Cloud, as the sole member of the Company as of the date hereof, shall execute and deliver a guaranty in favor of the Investor in the form attached hereto as Exhibit D (as amended, restated, supplemented or otherwise modified from time to time, the â€œCloud Guarantyâ€). Cloudâ€™s obligations under the Cloud Guaranty will be secured by all or substantially all of Cloudâ€™s assets pursuant to a security agreement to be executed and delivered by Cloud in favor of the Investor, in the form attached hereto as Exhibit E (as amended, restated, supplemented or otherwise modified from time to time, the â€œCloud Security Agreementâ€), and a pledge of all membership interests of the Company held by Cloud pursuant to a membership interest pledge agreement to be executed and delivered by Cloud in favor of the Investor in the form attached hereto as Exhibit F (as amended, restated, supplemented or otherwise modified from time to time, the â€œCloud Pledge Agreement,â€ and, collectively with this Agreement, the Cloud Guaranty and the Cloud Security Agreement, the â€œCloud Agreementsâ€). Â Â Â Â C. Upon the execution and delivery of this Agreement, and as further security for the Companyâ€™s obligations under the Note, Holdings, as the sole shareholder of Cloud as of the date hereof and the indirect parent of the Company, shall execute and deliver a guaranty in favor of the Investor in the form attached hereto as Exhibit G (as amended, restated, supplemented or otherwise modified from time to time, the â€œHoldings Guarantyâ€). Holdingâ€™s obligations under the Holdings Guaranty will be secured by all or substantially all of Holdingâ€™s assets pursuant to a security agreement to be executed and delivered by Holdings in favor of the Investor in the form attached hereto as Exhibit H (as amended, restated, supplemented or otherwise modified from time to time, the â€œHoldings Security Agreementâ€), and a pledge of all of shares of Cloud held by Holdings pursuant to a stock pledge agreement to be executed and delivered by Holdings in favor of the Investor in the form attached hereto as Exhibit I (as amended, restated, supplemented or otherwise modified from time to time, the â€œHoldings Pledge Agreement,â€ and, collectively with this Agreement, the Holdings Guaranty and the Holdings Security Agreement, the â€œHoldings Agreementsâ€). As used herein, the term â€œNote Documentsâ€ shall refer, collectively, to each of this Agreement, the Note and the other Company Agreements, the Cloud Agreements, the Holdings Agreements and the Intercreditor Agreement (as hereinafter defined). Â D. As further inducement for the Investor to purchase the Note from the Company, upon execution and delivery of this Agreement and the execution by Investor of the Shareholdersâ€™ Agreement in the form attached hereto as Exhibit J (as amended, restated, supplemented or otherwise modified from time to time, the â€œShareholdersâ€™ Agreementâ€), Cloud will issue to the Investor a warrant in the form attached hereto as Exhibit K (as amended, restated, supplemented or otherwise modified from time to time, the â€œWarrantâ€) exercisable within three (3) years from the date of the Closing for the number of shares of Cloudâ€™s common stock as described therein, subject to the terms and conditions set forth therein, and an investorâ€™s rights agreement to be executed by Cloud and the Investor in the form attached hereto as Exhibit L (as amended, restated, supplemented or otherwise modified from time to time, the â€œInvestor Rights Agreementâ€, and collectively with the Shareholdersâ€™ Agreement and the Warrant, the â€œEquity Documentsâ€; and together with the Note Documents, the â€œTransaction Documentsâ€). Â In consideration of the above, and in light of the mutual agreements and covenants detailed below, and for other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, the Company, the Investor and each Guarantor hereby agree as follows: Â TERMS Â Section 1. Closing; Payment; Deliverables. Â (a) Closing. The purchase, sale, and issuance of the Note shall take place immediately following the execution of this Agreement (the â€œClosingâ€). The Closing may take place by exchange of documents and signatures by facsimile, email, or overnight mail, as appropriate. Â -2 - Â Â (b) Payment. At the Closing, the Investor will pay Twelve-Million Five Hundred Thousand Dollars ($12,500,000) to the Company by wire in immediately available funds to be deposited in the bank account designated by the Company on Annex A. Â (c) Company Closing Deliverables. At or before the Closing, the Company shall deliver to the Investor executed versions of the following: Â Â (i) the Note; Â Â Â Â (ii) this Agreement; Â Â Â Â (iii) the Company Security Agreement; Â Â Â Â (iv) the Collateral Assignment; and Â Â Â Â (v) Â a certificate from a duly authorized representative of the Company certifying: (i) the organizational documents of the Company and (ii) resolutions of the board of managers of the Company approving this Agreement and the other Company Agreements and the transactions contemplated hereunder and thereunder. Â (d) Cloud Closing Deliverables. At or before the Closing, Cloud shall deliver to the Investor executed versions of the following: Â Â (i) the Cloud Guaranty; Â Â Â Â (ii) this Agreement; Â Â Â Â (iii) the Cloud Security Agreement; Â Â Â Â (iv) the Cloud Pledge Agreement; Â Â Â Â (v) the Warrant; Â Â Â Â (vi) the Shareholdersâ€™ Agreement; Â Â Â Â (vii) the Investor Rights Agreement; Â Â Â Â (viii) Â a certificate from a duly authorized representative of the Cloud certifying: (i) the good standing of Cloud; (ii) the organizational documents of the Cloud; and (iii) resolutions of the board of directors of Cloud approving this Agreement and the other Cloud Agreements and the transactions contemplated hereunder and thereunder. Â -3 - Â Â (e) Holdings Closing Deliverables. At

or before the Closing, Holdings shall deliver to the Investor executed versions of the following: Â Â (i) the Holdings Guaranty; Â Â Â Â (ii) this Agreement; Â Â Â Â (iii) the Holdings Security Agreement; Â Â Â Â (iv) the Holdings Pledge Agreement; Â Â Â Â (v) the Shareholdersâ€™ Agreement; Â Â Â Â (vi) the intercreditor agreement in the form attached hereto as Exhibit M (the â€œIntercreditor Agreementâ€) duly executed by all parties party thereto other than the Investor; and Â Â Â Â (vii) a certificate from a duly authorized representative of Holdings certifying: (i) the good standing of Holdings; (ii) the organizational documents of Holdings; and (iii) resolutions of the board of directors of Holdings approving this Agreement and the other Holdings Agreements and the transactions contemplated hereunder and thereunder. Â (f) Investor Closing Deliverables. At Closing, Investor shall deliver the amount to be paid to Company as set forth in Section 1(b) above, and countersigned versions of this Agreement, the Shareholdersâ€™ Agreement, the Intercreditor Agreement, the Investor Rights Agreement, the Warrant and the other Transaction Documents to which it is a party. Â Section 2. Representations and Warranties. Â (a) Company. The Company represents and warrants to the Investor as of the Closing as follows: Â (i) Organization. The Company is a limited liability company duly organized, validly existing and in good standing under the laws of the State of Delaware. The Company is duly qualified to do business as a foreign entity and is in good standing in each jurisdiction in which it does business, except where the failure to so qualify could not reasonably be expected to result in a material adverse change in the business, financial condition, operations or assets (any such material adverse change, a â€œMaterial Adverse Changeâ€) of the Company. Â (ii) Power; Authorization. The Company has all necessary limited liability company power and authority to enter into and perform its obligations under the Company Agreements, and to carry on the business now conducted or presently proposed to be conducted by it. All limited liability company actions on the part of the Company necessary for the due authorization, execution, and delivery of the Company Agreements, the consummation of the transactions contemplated herein and therein, and for the due issuance of the Note have been taken. Upon their execution and delivery, each of the Company Agreements shall be a legally binding obligation of the Company, enforceable in accordance with its terms, subject to the effect of any applicable bankruptcy, reorganization, moratorium or similar laws affecting the enforcement of creditorsâ€™ rights generally, and general principles of equity (regardless of whether such enforceability is considered in a proceeding in equity or at law). The execution, delivery and performance by the Company of this Agreement and the issuance and sale of the Note will not result in any violation of or be in conflict with, or result in a breach of or constitute a default under, any term or provision of Companyâ€™s organizational documents, as amended from time to time. Â -4 - Â Â (iii) Governmental Consents. No consent, approval, order or authorization of, or registration, qualification, designation, declaration, or filing with, any federal, state, or local governmental authority on the part of the Company is required in connection with the consummation of the transactions contemplated by the Company Agreements other than those filings required to be made to perfect the security interests granted by the Company pursuant to the Company Agreements. Â (iv) Litigation. There is no claim, action, suit, proceeding, arbitration, complaint, charge, or investigation pending, or to the Companyâ€™s knowledge, currently threatened (in writing) against the Company. The Company is not a party or subject to the provisions of any order, writ, injunction, judgment or decree of any court or arbitrator or government agency or instrumentality. Â (v) Material Liabilities. The Company has no liability or obligation, absolute or contingent (individually or in the aggregate), except: (A) obligations and liabilities incurred after the date of formation in the ordinary course of business or (B) liabilities or obligations pursuant to the (i) the HPE Agreement, (ii) the 2021 Financing Agreements (as defined in the Intercreditor Agreement) to which the Company is a party and (iii) the Transaction Documents to which the Company is a party. Â (vi) Intellectual Property. The Company owns, possesses, has the right to use or can obtain on commercially reasonable terms adequate licenses or other rights to use all patents, trademarks, service marks, trade names, copyrights and all other intellectual property rights (collectively, â€œCompany Intellectual Propertyâ€) necessary to the conduct of its business as presently conducted. No claim is pending and the Company has not received written notice from any third party to the effect that the operations of the Company infringe upon or conflict with the asserted rights of any person under any Company Intellectual Property. No claim is pending and the Company has not received written notice from any third party to the effect that any such Company Intellectual Property owned or licensed by the Company or which the Company otherwise has the right to use is invalid or unenforceable. Â (vii) Capitalization. Immediately prior to the execution and delivery of this Agreement, Cloud owns one hundred percent (100%) of the issued and outstanding membership interests of the Company. All issued and outstanding membership interests have been duly authorized, are fully paid and nonassessable and were issued in compliance with all applicable laws and regulations. Â -5 - Â Â (viii) Disclosure. The representations and warranties made by the Company in this Agreement and the other Transaction Documents do not contain any untrue statement of a material fact or omit to state a material fact required to be stated therein or necessary to make such representations or warranties not misleading in light of the circumstances under which they were made. Â (b) Cloud. Cloud represents and warrants to the Investor as of the Closing as follows: Â (i) Organization. Cloud is a corporation duly organized, validly existing and in good standing under the laws of the State of Nevada. Cloud is duly qualified to do business as a foreign entity and is in good standing in each jurisdiction in which it does business, except where the failure to so qualify could not reasonably be expected to result in a Material Adverse Change of Cloud. Â (ii) Power; Authorization. Cloud has all necessary corporate power and authority to enter into and perform its obligations under the Cloud Agreements, and to carry on the business now conducted or presently proposed to be conducted by it. All corporate actions on the part of Cloud necessary for the due authorization, execution, and delivery of the Cloud Agreements, the consummation of the transactions contemplated herein and therein, and for the due issuance of the Cloud Guaranty have been taken. Upon their execution and delivery, each of the Cloud Agreements shall be a legally binding obligation of Cloud, enforceable in accordance with its terms, subject to the effect of any applicable bankruptcy, reorganization, moratorium or similar laws affecting the enforcement of creditorsâ€™ rights generally, and general principles of equity (regardless of whether such enforceability is considered in a proceeding in equity or at law). The execution, delivery and performance by Cloud of the Cloud Agreements and the issuance of the Cloud Guaranty will not result in any violation of or be in conflict with, or result in a breach of or constitute a default under, any term or provision of Cloudâ€™s organizational documents, as amended from time to time. Â (iii) Governmental Consents. No consent, approval, order or authorization of, or registration, qualification, designation, declaration, or filing with, any federal, state, or local governmental authority on the part of Cloud is required in connection with the consummation of the transactions contemplated by the Cloud Agreements other than those filings required to be made to perfect the security interests granted by Cloud pursuant to the Cloud Agreements. Â (iv) Litigation. There is no claim, action, suit, proceeding or arbitration, pending, or Cloudâ€™s knowledge, currently threatened (in writing) against Cloud. Cloud is not a party or subject to the provisions of any order, writ, injunction, judgment or decree of any court or arbitrator or government agency or instrumentality. Â (v) Material Liabilities. Cloud has no liability or obligation, absolute or contingent (individually or in the aggregate), except (A) obligations and liabilities incurred after the date of formation in the ordinary course of business, and (B) liabilities or obligations pursuant to the 2021 Financing Agreements (as defined in the Intercreditor Agreement) to which Cloud is a party, the Transaction Documents to which it is a party and a guaranty of the obligations of the Company under the HPE Agreement. Â -6 - Â Â (vi) Intellectual Property. Cloud owns, possesses, has the right to use or can obtain on commercially reasonable terms adequate licenses or other rights to use all patents, trademarks, service marks, trade names, copyrights and all other intellectual property rights (collectively, â€œCloud Intellectual Propertyâ€) necessary to the conduct of its business as presently conducted. No claim is pending and Cloud has not received written notice from any third party to the effect that the operations of Cloud infringe upon or conflict with the asserted rights of any person under any Cloud Intellectual Property. No claim is pending and Cloud has not received written notice from any third party to the effect that any such Cloud Intellectual Property owned or licensed by Cloud or which Cloud otherwise has the right to use is invalid or unenforceable. Â (vii) Capitalization. Immediately prior to the execution and delivery of this Agreement, the authorized capital of Cloud consists of one (1) share of common stock. All issued and outstanding shares have been duly authorized, are fully paid and nonassessable and were issued in compliance with all applicable laws and regulations. Â (viii) Disclosure. The representations and warranties made by Cloud in this Agreement and the other Transaction Documents do not contain any untrue statement of a material fact or omit to state a material fact required to be stated therein or necessary to make such representations or warranties not misleading in light of the circumstances under which they were made. Â (c) Holdings. Holdings represents and warrants to the Investor as of the Closing as follows: Â (i) Organization. Holdings is a corporation duly organized, validly existing and in good standing under the laws of the State of Nevada. Holdings is duly qualified to do business as a foreign entity and is in good standing in each jurisdiction in which it does business, except where the failure to so qualify could not reasonably be expected to result in a Material Adverse Change of Holdings. Â (ii) Power; Authorization. Holdings has all necessary corporate power and authority to enter into and perform its obligations under the Holdings Agreements, and to carry on the business now conducted or presently proposed to be conducted by it. All corporate actions on the part of Holdings necessary for the due authorization, execution, and delivery of the Holdings Agreements, the consummation of the transactions contemplated herein and therein, and for the due issuance of the Holdings Guaranty have been taken. Upon their execution and delivery, each of the Holdings Agreements shall be the legally binding obligation of Holdings, enforceable in accordance with its terms, subject to the effect of any applicable bankruptcy, reorganization, moratorium or similar laws affecting the enforcement of creditorsâ€™ rights generally, and general principles of equity (regardless of whether such enforceability is considered in a proceeding in equity or at law). The execution, delivery and performance by Holdings of the Holdings Agreements and the issuance of the Holdings Guaranty will not result in any violation of or be in conflict with, or result in a breach of or constitute a default under, any term or provision of Holdingsâ€™ organizational documents, as amended from time to time. Â -7 - Â Â (iii) Governmental Consents. No consent, approval, order or authorization of, or registration, qualification, designation, declaration, or filing with, any federal, state, or local governmental authority on the part of Holdings is required in connection with the consummation of the transactions contemplated by the Holdings Agreements other than those filings required to be made to perfect the security interests granted by Holdings pursuant to the Holdings Agreements. Â (iv) Litigation. Except as disclosed in the securities filings made by Holdings, there is no material claim, action, suit, proceeding or arbitration, pending, or Holdingsâ€™ knowledge, currently threatened (in writing) against Holdings. Holdings is not a party or subject to the provisions of any order, writ, injunction, judgment or decree of any court or arbitrator or government agency or instrumentality. Â (v) [Reserved]. Â (vi) Intellectual Property. Holdings owns, possesses, has the right to use or can obtain on commercially reasonable terms adequate licenses or other rights to use all patents, trademarks, service marks, trade names, copyrights and all other intellectual property rights (collectively, â€œHoldings Intellectual Propertyâ€) necessary to the conduct of its business as presently conducted. No claim is pending and Holdings has not received written notice from any third party to the effect that the operations of Holdings infringe upon or conflict with the asserted rights of any person under any Holdings Intellectual Property. No claim is pending and Holdings has not received written notice from any third party to the effect that any such Holdings Intellectual Property owned or licensed by Holdings or which Holdings otherwise has the right to use is invalid or unenforceable. Â (vii) [Reserved]. Â (viii) Disclosure. The representations and warranties made by Holdings in this Agreement and the other Transaction Documents do not contain any untrue statement of a material fact or omit to state a material fact required to be stated therein or necessary to make such representations or warranties not misleading in light of the circumstances under which they were made. Â (d) Investor. The Investor represents and warrants to the Company and each Guarantor as of the Closing that: Â (i) Power and Authority; Organization. The Investor has full power and authority to enter into and perform this Agreement in accordance with its respective terms. The Investor was not organized for the specific purpose of acquiring the Note. Â (ii) Financial Knowledge. The Investor has sufficient knowledge and experience in investing in companies similar to the Company in terms of the Companyâ€™s stage of development so as to be able to evaluate the risks and merits of the Investorâ€™s investment in the Company, and the Investor is able financially to bear the risks thereof for an indefinite period of time. Â -8 - Â Â (iii) Investigation. The Investor has made an investigation of the Company and its business as the Investor deemed necessary, and has had an opportunity to discuss and review the Companyâ€™s business, management, and financial affairs with the Companyâ€™s management as the Investor deemed necessary, and has engaged professional advice to the Investorâ€™s satisfaction with respect to the risks inherent in acquiring the Note and the suitability of an investment in the Note in light of the Investorâ€™s financial condition and investment needs. Â (iv) Purchase for Own Account. The Note being purchased by the Investor are being acquired for the Investorâ€™s own account for the purpose of investment and not with a view to or for sale in connection with any distribution thereof. Â (v) Execution and Delivery. This Agreement has been duly executed and delivered by the Investor, and constitutes the legal, valid and binding obligation of the Investor, enforceable in accordance with its respective terms, subject to the effect of any applicable bankruptcy, reorganization, moratorium or similar laws affecting the enforcement of creditorsâ€™ rights generally, and general principles of equity (regardless of whether such enforceability is considered in a proceeding in equity or at law). Â (vi) Not Subject to IRC Withholding Provisions. The Investor certifies, under penalty of perjury, that it is NOT subject to the backup withholding provisions of Section 340(a)(i)(C) of the Internal Revenue Code. Â Section 3. Covenants. Â (a) Use of Proceeds. The proceeds from the sale of the Note shall be used by the Company and Cloud to finance the execution of a strategic transaction with HPE pursuant to which the Company will gain access to a cluster of NVIDIA H100 GPUs to offer scalable AI cloud and hosting services to customers as follows: [***]. Â (b) Payments under the Note. So long as the Note is outstanding, the Company covenants and agrees with the Investor that it shall pay the principal of, and interest on, the Note, at the times and place and in the manner provided in the Note. Â -9 - Â Â (c) Information Rights. Until all principal and interest under the Note have been paid, Company shall provide to the Investor: Â (i) promptly, as soon as available, but in any event within thirty (30) days of the last day of each calendar month, monthly trial balances (unaudited) together with a narrative summarizing significant business activities and other developments (including, without limitation, sales realized, sales in process and operational results) of (y) the Company and (z) Cloud and its consolidated Subsidiaries for such calendar month then ended; and Â (ii) promptly, as soon as available, but in any event within forty-five (45) days of the last day of each calendar quarter, commencing with the calendar quarter ending September 30, 2024, quarterly internally prepared financial statements (unaudited) of (y) the Company and (z) Cloud and its consolidated Subsidiaries for such calendar quarter then ended; provided, however, that with respect to any calendar quarter ending December 31, the financial statements under this clause (ii) shall be delivered promptly, as soon as available, but in any event within sixty (60) days of the last day of such calendar quarter. Â (d) Related Party Transactions. Until all principal and interest under the Note have been paid, prior to entering into any transaction with any Guarantor or any of their respective affiliates (including, but not limited to, transactions involving shared payroll and any other shared cost arrangements), Company shall obtain Investorâ€™s prior written consent. Such consent shall be conditioned upon the Company providing adequate documentation demonstrating that the proposed transaction will be on terms no less favorable to the Company than terms that could have been reached with an unrelated third party, but shall not otherwise be unreasonably withheld, conditioned or delayed. For the avoidance of doubt, any such consent once given by the Investor shall constitute a consent to the execution and delivery by such Guarantor of all agreements, instruments and other documents contemplated under, or otherwise deemed necessary in connection with, such proposed transaction, and the performance by such Guarantor of its obligations thereunder, including, without limitation, the payment and performance of all obligations when due thereunder. Further, Holdings covenants and agrees that, until all principal and interest under the Note have been paid, and without first obtaining Investorâ€™s prior written consent, it shall not organize or incorporate any subsidiary, over which Holdings shall have voting or beneficial control, which is being formed with the intent to engage in a business or line of business substantially similar to that of Cloud or Company. Â (e) Incorporation of Covenants by Reference. Â Â (i) Company hereby agrees that each of the covenants contained in Sections 4 (Covenants), 6 (Covenants Concerning Collateral, Etc.) and 7 (Insurance) of the Company Security Agreement and clause (e) of Section 2 of the Collateral Assignment, in each case, are hereby incorporated herein by reference, and shall apply to this Agreement, mutatis mutandis, as if fully set forth herein. Â Â Â Â (ii) Cloud hereby agrees that each of the covenants contained in Sections 4 (Covenants), 6 (Covenants Concerning Collateral, Etc.) and 7 (Insurance) of the Cloud Security Agreement and clauses (i) and (j) of Article 5 of the Cloud Pledge Agreement, in each case, are hereby incorporated herein by reference, and shall apply to this Agreement, mutatis mutandis, as if fully set forth herein. Â Â Â Â (iii) Holdings hereby agrees that each of the covenants contained in Sections 4 (Covenants), 6 (Covenants Concerning Collateral, Etc.) and 7 (Insurance) of the Holding Security Agreement and clauses (i) and (j) of Article 5 of the Holdings Pledge Agreement, in each case, are hereby incorporated herein by reference, and shall apply to this Agreement, mutatis mutandis, as if fully set forth herein. Â -10 - Â Â (f) Post-Closing Covenant. Within thirty (30) days of Closing (or such later date as the Investor may reasonably agree), Cloud shall have increased the total number of shares of common stock authorized to be issued by Cloud to an amount equal to or greater than one million (1,000,000) in the aggregate. Â Section 4. Events of Default. The occurrence of any one or more of the following shall constitute an â€œEvent of Defaultâ€: Â Â (a) (i) the Company fails to timely pay when due any principal of the Note, (ii) the Company fails to timely pay when due interest on the Note, and such failure continues for five (5) days or (iii) any Note Party fails to pay any other amount due under the Note or the other Note Documents, and such failure continues for ten (10) days; Â Â Â Â (b) any representation or warranty made by any Note Party in any Note Document shall be untrue in any material respect when made; Â Â Â Â (c) any Note Party shall fail to comply with any provision or covenant in any Note Document which does not otherwise constitute an Event of Default under another subsection of this Section 4 and such failure is not cured

within thirty (30) days after the Company receives written notice from the Holder specifying the breach or default; Â Â Â Â (d) (i) any Note Party (as a debtor) commences any proceeding in bankruptcy or other relief under state or federal bankruptcy laws; or (ii) such proceedings are commenced against any Note Party (as a debtor) in a court of competent jurisdiction, or a receiver or trustee is appointed for any Note Party or a substantial part of its property, and such proceeding or appointment is not dismissed or discharged within sixty (60) days after its commencement; Â Â Â Â (e) an assignment for the benefit of creditors by any Note Party; Â Â Â Â (f) the failure by the Company to pay when due any indebtedness under any bonds, debentures, notes or other evidences of indebtedness for money borrowed in an aggregate principal amount in excess of $250,000 and such default shall continue unremedied following any applicable cure periods; or Â Â Â Â (g) the occurrence of a Material Adverse Change of (i) Holdings, individually, or (ii) Cloud and the Company, taken together. Â -11 - Â Â Section 5. Notices. Any notice, request or other communication required or permitted under the Note Agreements shall be in writing and (i) if given by mail, three (3) business days following such posting, if postage prepaid, and if sent via U.S. certified or registered mail, (ii) if given by overnight courier, one (1) Business Day after deposit thereof with a national overnight courier service, or (iii) if given by any other means, when received. Notices shall be sent to the respective addresses of the parties as set forth below: Â Â if to the Investor: Â with a copy to: Â Â To the address specified for the Investor on the signature page of this Agreement. Â [***] Â Â Â Robert Drobnak, Esq. Â Â Â Nixon Peabody LLP Â Â Â 70 West Madison Â Â Â Suite 5200 Â Â Â Chicago, IL 60602 Â Â Â Â Â if to the Company: Â Â Â Â Â Â Â Soluna AL CloudCo, LLC Â Robert Drobnak, Esq. Â 325 Washington Avenue Extension Â Nixon Peabody LLP Â Albany, NY 12205 Â 70 West Madison Â Â Â Suite 5200 Â Â Â Chicago, IL 60602 Â Â Â Â Â Â if to Cloud: Â Â Â Â Â Â Â Soluna Cloud, Inc. Â Robert Drobnak, Esq. Â 325 Washington Avenue Extension Â Nixon Peabody LLPÂ Â Albany, NY 12205 Â 70 West Madison Â Â Â Suite 5200 Â Â Chicago, IL 60602 Â Â Â Â Â if to Holdings: Â Â Â Â Â Â Â Soluna Holdings, Inc. Â Â 325 Washington Avenue Extension Â Â Albany, NY 12205 Â Â Any party hereto may by notice so given change its address for future notices hereunder. Â -12 - Â Â Section 6. Successors and Assigns; Assignment. The terms and conditions of this Agreement and the other Note Documents shall inure to the benefit of and be binding upon the respective successors and permitted assigns of the parties. No Note Party may assign any of its rights or obligations hereunder or under any of the other Note Documents without the prior written consent of the Investor. Investor may not assign any of its rights or obligations hereunder or under any of the other Note Documents without the prior written consent of each Note Party; provided, however, the Investor may assign any of its rights or obligations under this Agreement and the other Note Documents to any single purpose fund, controlled investment vehicle or other special purpose vehicle that is wholly owned or controlled by the Investor or David Altshuler without the prior written consent of any Note Party. Â Section 7. No Other Representations and Warranties. EXCEPT AS EXPRESSLY SET FORTH IN SECTION 2 OR IN ANY TRANSACTION DOCUMENT, NONE OF THE COMPANY, CLOUD, HOLDINGS NOR ANY OTHER PERSON MAKES ANY REPRESENTATION OR WARRANTY, EXPRESS OR IMPLIED, AT LAW OR IN EQUITY, IN RESPECT OF THE NOTE PARTIES OR ANY OF THEIR RESPECTIVE ASSETS, LIABILITIES OR OPERATIONS, INCLUDING WITH RESPECT TO MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE, AND ANY SUCH OTHER REPRESENTATIONS OR WARRANTIES ARE HEREBY EXPRESSLY DISCLAIMED. Â Section 8. Non-Reliance. Neither Investor, nor any of its affiliates, equityholders, creditors, managers, officers, employees, counsel, agents, representatives, successors, or assigns, are entitled to rely on any statements, representations or warranties, oral or written, express or implied, at law or in equity, other than those expressly set forth in Sections 2(a), 2(b) and 2(c) of this Agreement or in any other Transaction Document. Â Section 9. Governing Law; Jurisdiction and Venue; Waiver of Jury Trial; Arbitration. Â (a) This Agreement shall be governed by the internal laws of the State of Delaware, without regard to conflict of law principles that would result in the application of any law other than the law of the State of Delaware. Subject to clause (c) of this Section 9, each of the parties hereto irrevocably submits to the non-exclusive jurisdiction of the state and federal courts located in the State of Delaware over any suit, action or proceeding arising out of or relating to this Agreement or the Note. Â (b) EACH OF THE PARTIES HERETO HEREBY WAIVES ANY RIGHT TO HAVE A JURY PARTICIPATE IN RESOLVING ANY DISPUTE, WHETHER SOUNDING IN CONTRACT, TORT OR OTHERWISE, AMONG ANY OF THEM ARISING OUT OF, CONNECTED WITH, RELATING TO OR INCIDENTAL TO THE RELATIONSHIP BETWEEN THEM IN CONNECTION WITH THIS AGREEMENT OR THE OTHER TRANSACTION DOCUMENTS. Â (c) Except for claims, disputes and controversies that are not subject to arbitration by applicable law, any and all claims, disputes and controversies between or among the parties hereto, whether in tort, contract or otherwise, arising out of or relating to this Agreement shall, upon demand by any party, be determined by binding arbitration in the State of Delaware (or such other location as the parties mutually agree). The arbitration shall be administered by JAMS pursuant to its Expedited Arbitration Procedures then in effect (or any other form of arbitration mutually acceptable to the parties so involved). Judgment on the award may be entered in any state or federal court having jurisdiction in the State of Delaware. Â Section 10. Entire Agreement. This Agreement and each of the other Note Documents constitute the entire agreement of the respective parties with respect to the subject matter hereof and thereof and supersede all prior and contemporaneous understandings, whether written or oral. Â Section 11. Waiver; Amendment. This Agreement may not be amended or modified, nor may any terms hereunder be waived, except by a written instrument signed by each of the parties hereto. Â Section 12. Counterparts. This Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original, but all of which together shall constitute one and the same instrument. One or more counterparts of this Agreement may be delivered by facsimile or by .pdf, .tif, .gif, .peg or similar attachment to electronic mail, and any such counterparts shall have the same effect as an original executed counterpart hereof, and shall be considered to have the same binding legal effect as if it were the original signed version thereof delivered in person. The words â€œexecution,â€ â€œsigned,â€ â€œsignature,â€ and words of like import in this Agreement and in any other Transaction Document (or in any amendment, waiver, consent, joinder or supplement hereto or any other document delivered hereunder or thereunder) shall be deemed to include images of manually executed signatures transmitted by facsimile or other electronic format (including, without limitation, â€œ.pdfâ€, â€œ.tifâ€ or â€œ.jpgâ€) and other electronic signatures (including, without limitation, DocuSign and AdobeSign), each of which shall be of the same legal effect, validity or enforceability as a manually executed signature, to the extent and as provided for in any applicable law, including the Federal Electronic Signatures in Global and National Commerce Act, or the Uniform Electronic Transactions Act. Â [Signature Pages to Follow.] Â -13 - Â Â INTENDING TO BE LEGALLY BOUND HEREBY, the Company has caused this Note Purchase Agreement to be executed as of the date first written above. Â COMPANY: Â SOLUNA AL CLOUDCO, LLC Â Â Â Â By: Â Â Name: John Belizaire Â Title: CEO Â INTENDING TO BE LEGALLY BOUND HEREBY, Holdings has caused this Note Purchase Agreement to be executed as of the date first written above. Â GUARANTOR: Â SOLUNA HOLDINGS, INC. Â Â Â Â By: Â Â Name: John Belizaire Â Title: CEO Â INTENDING TO BE LEGALLY BOUND HEREBY, Cloud has caused this Note Purchase Agreement to be executed as of the date first written above. Â GUARANTOR: Â SOLUNA CLOUD, INC. Â Â Â Â By: Â Â Name: John Belizaire Â Title: CEO Â [Company and Guarantors Signature Page to Note Purchase Agreement] Â -14 - Â Â INTENDING TO BE LEGALLY BOUND HEREBY, the Company and the Investor have caused this Note Purchase Agreement to be executed as the date first written above. Â INVESTOR: Â [Investor Signature Page to Note Purchase Agreement] Â -15 - Â Â EX-10.108 9 ex10-108.htm Â Exhibit 10.108 Â Certain identified information has been omitted from this exhibit because it is both (i) not material and (ii) of the type that Registrant customarily and actually treats as private or confidential. Such omitted information is indicated by â€œ[***]â€ in this exhibit. Â EXECUTION VERSION GUARANTY AGREEMENT Â This GUARANTY AGREEMENT (this â€œGuarantyâ€) is dated effective as of June 20, 2024, and is given by SOLUNA CLOUD, INC., a Nevada corporation, with a notice address of 325 Washington Avenue Extension, Albany, NY 12205 (the â€œGuarantorâ€), in favor of [***] (the â€œHolderâ€). Â Reference is made to the Note Purchase Agreement dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time, the â€œNote Purchase Agreementâ€; capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Note Purchase Agreement) by and among SOLUNA AL CLOUDCO, LLC, a Delaware limited liability company (the â€œIssuerâ€), the Guarantor, SOLUNA HOLDINGS, INC., a Nevada corporation, and the Holder, pursuant to which, among other things, the Issuer has issued in favor of Holder a promissory note dated as of the date hereof (as amended, restated, supplemented or otherwise modified from time to time, the â€œNoteâ€) in a principal amount equal to Twelve Million Five Hundred Thousand Dollars ($12,500,000). Â Pursuant to the terms of the Note Purchase Agreement, the Guarantor is required to execute and deliver this Guaranty in favor of the Holder. Â THEREFORE, for good and valuable consideration, the receipt and adequacy of which are hereby acknowledged, the Guarantor hereby agrees for the benefit of the Holder as follows: Â Â 1. Guaranty of Payment and Performance. Subject to the Intercreditor Agreement, the Guarantor hereby guarantees to the Holder, the full and punctual payment and the performance when due (whether at maturity, by acceleration or otherwise) of the following obligations of the Issuer to the Holder: (i) all indebtedness of the Issuer to the Holder evidenced by the Note, when the same shall become due and payable (subject to any applicable periods of grace or cure), whether at stated maturity, by required prepayment, declaration, acceleration, demand or otherwise, including principal, interest and all other amounts payable under the terms the Note and (ii) all other payment obligations, now existing or hereafter arising, that are now or hereafter owed by the Issuer to the Holder in connection with, arising out of or relating to the Note or any other Note Document, including, without limitation, all reasonable and documented out-of-pocket fees and disbursements of counsel incurred in connection with the enforcement of the Note or any other Note Document as permitted hereunder or thereunder, as applicable (such obligations are referred to herein as the â€œObligationsâ€). The Guarantor acknowledges that it has received copies of the Note, the Note Purchase Agreement and the other Note Documents, including all respective exhibits and schedules thereto, has reviewed and understands the Obligations which it has agreed to Guaranty. This Guaranty is an absolute, unconditional and continuing guaranty of the full and punctual payment and performance of the Obligations when due and not of their collectability. All payments required under this Guaranty shall be made to the Holder. Â Â Â Â Â 2. Guarantorâ€™s Agreement to Pay. The Guarantor further agrees to reimburse the Holder, promptly on demand, for all reasonable costs and expenses (including reasonable and documented legal expenses) incurred or expended by the Holder in connection with the Obligations, this Guaranty and the enforcement thereof. Â Â Â Â 3. Waivers by Guarantor; Holderâ€™s Freedom to Act. The Guarantor waives presentment, demand, protest, notice of acceptance, notice of the Obligations incurred and all other notices of any kind, all defenses which may be available by virtue of any valuation, stay, moratorium law or other similar law now or hereafter in effect, any right to require the marshalling of assets of the Issuer, and any other rights that could accrue to a surety against a principal. Without limiting the generality of the foregoing, the Guarantor agrees to the provisions of any instrument evidencing, securing or otherwise executed in connection with the Obligations and agrees that the Obligations of the Guarantor hereunder shall not be released or discharged, in whole or in part, or otherwise affected by (i) the failure of the Holder to assert any claim or demand or to enforce any right or remedy against the Issuer; (ii) any extensions or renewals of any Obligations; (iii) any rescissions, waivers, amendments or modifications of any of the terms or provisions of any agreement evidencing, securing or otherwise executed in connection with the Obligations; (iv) the substitution or release of any entity primarily or secondarily liable for the Obligations; (v) the adequacy of any rights the Holder may have against any collateral or other means of obtaining repayment of the Obligations; (vi) the impairment of any collateral securing the Obligations, including without limitation the failure to perfect or preserve any rights the Holder might have in such collateral or the substitution, exchange, surrender, release, loss or destruction of any such collateral; or (vii) any other act or omission which might in any manner or to any extent vary the risk of the Guarantor or otherwise operate as a release or discharge of the Guarantor, all of which may be done without notice to the Guarantor. Â Â Â Â 4. Unenforceability of Obligations Against Borrower. The Guarantor waives any and all defenses, claims and discharges of the Issuer pertaining to the Obligations, except the defense of discharge by payment in full. Without limiting the generality of the foregoing, the Guarantor will not assert, plead or enforce against the Bank any defense of waiver, release, discharge in bankruptcy, statute of limitations, res judicata, statute of frauds, anti-deficiency statute, fraud, incapacity, minority, usury, illegality or unenforceability which may be available to the Issuer in respect of any of the Obligations. Â Â Â Â 5. Security. This Guaranty is secured by the security interests granted by the Guarantor in favor of the Holder pursuant to the Cloud Security Agreement and the Cloud Pledge Agreement, in each case, which are subject to the Intercreditor Agreement. Â 2 Â Â Â 6. Subrogation; Subordination. Until the payment and performance in full of the Obligations, the Guarantor shall not exercise any subrogation or similar rights against the Issuer arising as a result of payment by the Guarantor hereunder, and will not assert any claim in competition with the Holder in respect of any payment hereunder in bankruptcy or insolvency proceedings of any nature; the Guarantor will not claim any set-off or counterclaim against the Issuer in respect of any liability of the Guarantor to the Issuer; and the Guarantor waives any benefit of and any right to participate in any collateral which may be held by the Holder. The payment of any amounts due with respect to any indebtedness of the Borrower now or hereafter held by the Guarantor is hereby subordinated to the prior payment in full of the Obligations. The Guarantor agrees that after the occurrence of any Event of Default that is continuing, the Guarantor will not demand, sue for or otherwise attempt to collect any such indebtedness of the Issuer to the Guarantor until the Obligations shall have been paid in full. If, notwithstanding the foregoing sentence, the Guarantor shall collect, enforce or receive any amounts in respect of such indebtedness, such amounts shall be collected, enforced and received by the Guarantor in trust for the benefit of the Holder and be paid over to the Holder to be applied to the Obligations in accordance with the terms of the Note Purchase Agreement. Â Â Â Â 7. Successors and Assigns. This Guaranty shall be binding upon the Guarantor, and the Guarantorâ€™s successors and assigns, and shall inure to the benefit of and be enforceable by the Holder and its successors, permitted transferees and assigns. Â Â Â Â 8. Amendments and Waivers. No amendment or waiver of any provision of this Guaranty nor consent to any departure by the Guarantor therefrom shall be effective unless the same shall be in writing and signed by the Holder and the Guarantor. No failure on the part of the Holder to exercise, and no delay in exercising, any right hereunder shall operate as a waiver thereof; nor shall any single or partial exercise of any right hereunder preclude any other or further exercise thereof or the exercise of any other right. Â Â Â Â 9. Notices. All notices required under this Guaranty will be in writing and will be transmitted in the manner and to the addresses required by the Note Purchase Agreement, or to such other addresses as Guarantor and Holder may specify from time to time in writing. Â Â Â Â 10. Governing Law; Jurisdiction and Venue; Arbitration. This Guaranty shall be governed by the internal laws of the State of Delaware, without regard to conflict of law principles that would result in the application of any law other than the law of the State of Delaware. Subject to the last sentence of this Section 10, each of the parties hereto irrevocably submits to the non-exclusive jurisdiction of the state and federal courts located in the State of Delaware over any suit, action or proceeding arising out of or relating to this Guaranty. Except for claims, disputes and controversies that are not subject to arbitration by applicable law, any and all claims, disputes and controversies between or among the parties hereto, whether in tort, contract or otherwise, arising out of or relating to this Guaranty shall, upon demand by any party, be determined by binding arbitration in the State of Delaware (or such other location as the parties mutually agree).Â Â The arbitration shall be administered by JAMS pursuant to its Expedited Arbitration Procedures then in effect (or any other form of arbitration mutually acceptable to the parties so involved). Judgment on the award may be entered in any state or federal court having jurisdiction in the State of Delaware. Â 3 Â Â Â 11. WAIVER OF JURY TRIAL. EACH OF THE GUARANTOR AND HOLDER HEREBY WAIVES ANY RIGHT TO HAVE A JURY PARTICIPATE IN RESOLVING ANY DISPUTE, WHETHER SOUNDING IN CONTRACT, TORT OR OTHERWISE, AMONG ANY OF THEM ARISING OUT OF, CONNECTED WITH, RELATING TO OR INCIDENTAL TO THE RELATIONSHIP BETWEEN THEM IN CONNECTION WITH THIS GUARANTY. Â Â Â Â 12. Miscellaneous. This Guaranty and the other Cloud Agreements referenced herein constitute the entire agreement of the Guarantor and the Holder with respect to the matters set forth herein and therein. The rights and remedies herein provided are cumulative and not exclusive of any remedies provided by law or any other agreement, and this Guaranty shall be in addition to any other guaranty of the Obligations. The invalidity or unenforceability of any one or more sections of this Guaranty shall not affect the validity or enforceability of its remaining provisions. Captions are for the ease of reference only and shall not affect the meaning of the relevant provisions. The meanings of all defined terms used in this Guaranty shall be equally applicable to the singular and plural, masculine, feminine and generic forms of the terms defined. The words â€œexecution,â€ â€œsigned,â€ â€œsignature,â€ and words of like import in this Guaranty (or in any amendment, waiver, consent, joinder or supplement hereto or any other document delivered hereunder) shall be deemed to include images of manually executed signatures transmitted by facsimile or other electronic format (including, without limitation, â€œ.pdfâ€, â€œ.tifâ€ or â€œ.jpgâ€) and other electronic signatures (including, without limitation, DocuSign and AdobeSign), each of which shall be of the same legal effect, validity or enforceability as a manually executed signature, to the extent and as provided for in any applicable law, including the Federal Electronic Signatures in Global and National Commerce Act, or the Uniform Electronic Transactions Act. Â [SIGNATURE PAGE FOLLOWS] Â 4 Â Â IN WITNESS WHEREOF, the Guarantor has caused this Guaranty to be executed and delivered as of the date appearing in the introductory paragraph of this Guaranty. Â Â GUARANTOR: Â Â Â SOLUNA CLOUD, INC. Â Â Â Â By: Â Â Name: John Belizaire Â Title: CEO Â ACKNOWLEDGED AND AGREED TO: Â HOLDER: Â [***] Â Â Â EX-31.1 10 ex31-1.htm Â Exhibit 31.1 Â CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 Â I, John Belizaire, certify that: Â 1. I have reviewed this Quarterly Report on Form 10-Q of Soluna Holdings, Inc.; Â 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were

made, not misleading with respect to the period covered by this report; Â 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; Â 4. The registrantâ€™s other certifying officer(s) and I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: Â Â a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; Â Â b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; Â Â c) Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and Â Â d) Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and Â Â 5. The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of registrantâ€™s board of directors (or persons performing the equivalent functions): Â Â Â Â (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and Â Â Â Â (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â August 14, 2024 /s/ John Belizaire Â John Belizaire Â Chief Executive Officer Â (Principal Executive Officer) Â Â Â EX-31.2 11 ex31-2.htm Â Exhibit 31.2 Â CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 Â I, John Tunison certify that: Â 1. I have reviewed this Quarterly Report on Form 10-Q of Soluna Holdings, Inc.; Â 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, with respect to the period covered by this report; Â 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; Â 4. The registrantâ€™s other certifying officer(s) and I am responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: Â Â a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; Â Â b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; Â Â c) Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and Â Â d) Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and Â Â Â 5. The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of registrantâ€™s board of directors (or persons performing the equivalent functions): Â Â Â Â (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and Â Â Â Â (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â August 14, 2024 /s/ John Tunison Â John Tunison Â Chief Financial Officer Â (Principal Financial Officer) Â Â Â EX-32.1 12 ex32-1.htm Â Exhibit 32.1 Â Soluna Holdings, Inc. Certification of Principal Executive Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. Section 1350) Â In connection with the Quarterly Report on Form 10-Q of Soluna Holdings, Inc. (the â€œCompanyâ€) for the three and six month period ended June 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, John Belizaire, Chief Executive Officer of the Company, certify, pursuant to the requirements of Section 906 of the Sarbanes-Oxley Act of 2002, (18 U.S.C. Sections 1350(a) and (b)), that, to my knowledge: Â Â (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and Â Â Â (2) The information in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company. Â August 14, 2024 /s/ John Tunison Â John Tunison Â Chief Financial Officer Â (Principal Financial Officer) Â This certification is made solely for the purpose of 18 U.S.C. Section 1350, and is not being filed as part of the Report or as a separate disclosure document, and may not be disclosed, distributed or used by any person for any reason other than as specifically required by law. Â Â Â EX-32.2 13 ex32-2.htm Â Exhibit 32.2 Â Soluna Holdings, Inc. Certification of Principal Financial Officer Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. Section 1350) Â In connection with the Quarterly Report on Form 10-Q of Soluna Holdings, Inc. (the â€œCompanyâ€) for the three and six month period ended June 30, 2024 as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, John Tunison, Chief Financial Officer of the Company, certify, pursuant to the requirements of Section 906 of the Sarbanes-Oxley Act of 2002, (18 U.S.C. Sections 1350(a) and (b)), that, to my knowledge: Â Â (1) The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and Â Â Â (2) The information in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company. Â August 14, 2024 /s/ John Tunison Â John Tunison Â Chief Financial Officer Â (Principal Financial Officer) Â This certification is made solely for the purpose of 18 U.S.C. Section 1350, and is not being filed as part of the Report or as a separate disclosure document, and may not be disclosed, distributed or used by any person for any reason other than as specifically required by law. Â Â Â GRAPHIC 14 ex10-105_001.jpg begin 644 ex10-105_001.jpg M_]C_X 02D9)1@ ! 0$ 8 !@ #_VP!# $! 0$! 0$! 0$! 0$! 0$! M 0$! 0$! 0$! 0$! 0$!

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M([ZQU./1_%O@WX8>&O#WB'3$U+3)[G3M02QU;3KNV2^L+B>SNUC%Q;2O#(C$ M!O?IKM\C^,W_ ((%?\$>/V4?^"B7['?CCXP_MJS_ !3^./A7PS^TA\8_ ?PI
M^!5Q\6?'_@WX3_#5M/G\,ZCXN\=VVD>#-;T/5-4^(/CK4YUMM8U:]UBYTVW\ M.:5H%A8Z5#?63W[?IO\ \$==*^(?[__5)_;@_X(\Q_%#QK\8?V8?A[\(/ M"7[47[--S\1]97Q!XN^$6D:_J?A*RUSP
=5%CIRW.G:Q#\2-+$]M8VMOHUI? M^!X=8L-.T[4/%6N2:A^6O_!!CXA?\%>?@O\ L8^./%?[# [/_P_P!L/X > M.?VCOC5IMS*?B!\38_@K\2?@]\6/#Z:=:ZOXKTWQ3?>1I7C'X>>-K2;PY>7
MWA^66YU73-:TNXCTJ[T./5KZZK]\?^"2/_!/G]JSX62'_P#:A_X*1_\ !1;Q M/X!U3]L[]K6P\\ A-/ /PUN)+[P/\!OA!H$T6HP^!M-U9[N_M[J^O+S3?"F MES6=C?ZS9:/I/@C2Y)O%/BC6];UO4R!:R;?
E^+]#\(O^#?'_()"?L^?\% O MV%)-^./[7_BGXL_%#I/AS\7?B675_#UOX6T#P]H[:-/)',\?ZB_L8N__!%# M?\%38Y)KF2W['/PN86TEQ8T5HTCVR,1@.8X5=PQ!.&;/UK_P; MS?L>?M$_L*?\$[XO@-
^U%X&MOAU\54^.7Q9\:-X:L_%/AGQ@@\-^*)-%?1K_M /M;PIJ6JZ23="SN_;[_2\7^![M;1?V:_CC^S-X&^'OPQ^(:>*O"E]=Z[XLT2X^$CZGIY\)0:A=>)-,6U3PMKD@ MN]8TB&PF-BB!I?M$*2
/K_7;_+H?S%_#_2/^"=/@#]H3]J3P7_P(?"'[27Q!NOCGJ?P=N/@]<>(I&\&Q_!/6OA7K5G?:-X2T633B MUCK_()TOQ9I_P#9^JV^B#5='FT:^\:?^J7_!97]I71OV%O^"4O["O[)O['
MO[5OQ,U_X8_M/^+;7X:Z1^UUIOC&/XN?%=?V3/"P7Q3XV\0^#O'/@=- L_%^ MOV^E^*?"7A70UT6\T34]9\,V,NA6;+=&\NK?Z(^+?BO_(+]?%3]GGQW^RC\ M=?\ @EG^PA^TGXA\4:+
<^!XOVBW_&C="T_X$W?]JZ4WA]?B5JOP"\6:1<^+ M5UFPAOM1UN];0/$W@Z6PU&=CX?T.QAM8;&X7Q'_P0/\ B3-_P2_9._8Z\$__MM 6OAO\ ;(_8S^()A^TS\&?C:9;VY\(Z)\>$\0:_XJO_
S:7#Z<=0B\%0W' MB#[%HWB"\T*^FBUK1='\47GAVYMGFT1 +J]VM+[61_--^TQ\:?\ @C5^SM* M/ WQI_X(]#M;X!?M[_L]^(?"WBOPM\0/%/AGXLG2/CO8:3J$+>-=#^/$GB#
M6[SP_JEKXAL6U'5]0ATG1_#NGZC+]I\.?V9#X-A\2OAIX ^ M(JZ9/H8\?>!_!_C<:'<7*7EQHA\7>&]-\0?V3+=+;VR7,FFKJ*V1G6"%9GA+ MB&(-L'X5> ?VE/\ @XJ\4+\/?A=XT_X)Y?
L>_#'Q0_C;P]IGQ0_:FN/VFU\4 M_"N/P%::_:0^,O$7@[X!Z5=R>.H-=U7PXM_-X134?'FLV5OJ\UF^I^'Q:A[" M+^@V",QF8[<>9,[*2YN&'WAG#8&>O-2)#'&Y*(%)782,\JNTJISU R<#MG XHHH
C\F M)R2T:$@9!*C.02 .A/=A\Q(!SD"BB@ M!Q4$)&0-F7&.G"L%7!&",#C(.>_6I80!L 5Y% "F0 #C HHH_F(M_P"#3>"&;_@/FX]\U ^W]L_]H9ADGKO\'@C.!TST[I-%%!-W=*[M:.EWW8T00[4'EJ-
NTC'!!=4WG(.?FSSZG![M##!!"0 8UP07QC^)D^9N.[9P3W'!HHH*)=BJ-H48+,2.H)_>'G/NHR.F !TX MH**BL]J J))';+%-QY] EX-101.SCH 15 slnh-20240630.xsd XBRL SCHEMA FILE 00000001 - Document - Cover link:presentationLink link:calculationLink link:definitionLink 00000002 - Statement - Condensed Consolidated Balance Sheets (Unaudited) link:presentationLink link:calculationLink link:definitionLink 00000003 - Statement - Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 00000004 - Statement - Condensed Consolidated Statements of Operations (Unaudited) link:presentationLink link:calculationLink link:definitionLink 00000005 - Statement - Condensed Consolidated Statements of Operations (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 00000006 - Statement - Condensed Consolidated Statements of Changes in Equity (Unaudited) link:presentationLink link:calculationLink link:definitionLink 00000007 - 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[Member] Couch White, LLP [Member] Notes Receivable [Member] Soluna Computing Inc [Member] SCI US Holdings LLC [Member] Chief Executive Officer [Member] Matthew E. Lipman [Member] John Belizaire and John Bottomley [Member] Class Seed Preferred Share [Member] Harmattan Energy Ltd [Member] Tera Joule, LLC [Memebr] Mr. Bottomley [Member] Plan Name [Axis] 2021 Plan [Member] 2023 Plan [Member] Award Type [Axis] Restricted Stock [Member] 2021 Stock Plan [Member] Series A Preferred Restricted Stock [Member] 2023 Stock Plan [Member] Investors [Member] Project Marie [Member] Settlement Agreement [Member] Operation Service Revenue Intercompany [Member] Spring Lane [Member] Soluna DVSL ComputeCo, LLC [Member] Soluna DV Devco, LLC [Member] Purchase and Sale Agreement [Member] Consolidated Entities [Axis] Parent Company [Member] Parent [Member] Dorothy Phase 1A Facility [Member] Variable Interest Entity, Primary Beneficiary [Member] Related Party [Member] Devco LLC [Member] Concentration Risk Benchmark [Axis] Revenue Benchmark [Member] Concentration Risk Type [Axis] Customer Concentration Risk [Member] Customer [Axis] Project Dorothy 1B [Member] Project Sophie [Member] Project Dorothy 1A [Member] Hosting Revenue [Member] Project Edith [Member] Demand Response Service Revenue [Member] Subsegments Consolidation Items [Axis] Reportable Subsegments [Member] First Amendment To Note Purchase Agreement [Member] Soluna Two SLC FundII Project Holdco LLC [Member] Ownership [Axis] Compute Co [Member] Equipment Loan Agreement [Member] Statement [Table] Statement [Line Items] Document Type Amendment Flag Amendment Description Document Registration Statement Document Annual Report Document Quarterly Report Document Transition Report Document Shell Company Report Document Shell Company Event Date Document Period Start Date Document Period End Date Document Fiscal Period Focus Document Fiscal Year Focus Current Fiscal Year End Date Entity File Number Entity Registrant Name Entity Central Index Key Entity Primary SIC Number Entity Tax Identification Number Entity Incorporation, State or Country Code Entity Address, Address Line One Entity Address, Address Line Two Entity Address, Address Line Three Entity Address, City or Town Entity Address, State or Province Entity Address, Country Entity Address, Postal Zip Code Country Region City Area Code Local Phone Number Extension Written Communications Soliciting Material Pre-commencement Tender Offer Pre-commencement Issuer Tender Offer Title of 12(b) Security No Trading Symbol Flag Trading Symbol Security Exchange Name Title of 12(g) Security Security Reporting Obligation Annual Information Form Audited Annual Financial Statements Entity Well-known Seasoned Issuer Entity Voluntary Filers Entity Current Reporting Status Entity Interactive Data Current Entity Filer Category Entity Small Business Entity Emerging Growth Company Elected Not To Use the Extended Transition Period Document Accounting Standard Other Reporting Standard Item Number Entity Shell Company Entity Public Float Entity Bankruptcy Proceedings, Reporting Current Entity Common Stock, Shares Outstanding Documents Incorporated by Reference [Text Block] Assets Current Assets: Cash Restricted cash Accounts receivable, net (allowance for expected credit losses $244 and $0 as of June 30, 2024 and December 31, 2023) Notes receivable Prepaid expenses and other current assets Equipment held for sale Total Current Assets Restricted cash, noncurrent Other assets Deposits and credits on equipment Property, plant and equipment, net Intangible assets, net Operating lease right-of-use assets Total Assets Liabilities and Stockholders' Equity Current Liabilities: Accounts payable Accrued liabilities Convertible notes payable Current portion of debt Income tax payable Warrant liability Customer deposits-current Operating lease liability Total Current Liabilities Other liabilities Customer deposits- long-term Long-term debt Operating lease liability Deferred tax liability, net Total Liabilities Commitments and Contingencies (Note 10) Stockholders' Equity: Preferred stock, par value $0.001 per share, authorized 75,000,000; 5,272,845 shares issued and 5,232,104 shares outstanding as of June 30, 2024 and 2,546,361 shares issued and 2,505,620 shares outstanding as of December 31,

2023 Additional paid-in capital Accumulated deficit Common stock in treasury, at cost, 40,741 shares at June 30, 2024 and December 31, 2023 Total Soluna Holdings, Inc. Stockholders' Equity Non-Controlling Interest Total Stockholders' Equity Total Liabilities and Stockholders' Equity Allowance for expected credit loss Preferred stock, cumulative percentage Preferred stock, par value Preferred stock, liquidation preference Preferred stock, shares authorized Preferred Stock, shares issued Preferred Stock, shares outstanding Common stock, par value Common stock, shares authorized Common stock, shares issued Common stock, shares outstanding Treasury stock, shares Total revenue Operating costs: Total costs of revenue Operating expenses: General and administrative expenses, exclusive of depreciation and amortization Depreciation and amortization associated with general and administrative expenses Total general and administrative expenses Impairment on fixed assets Operating loss Interest expense Loss on debt extinguishment and revaluation, net (Loss) gain on sale of fixed assets Other expense, net Loss before income taxes Income tax benefit Net loss (Less) Net income (loss) attributable to non-controlling interest Net loss attributable to Soluna Holdings, Inc. Earnings Per Share, Diluted Weighted Average Number of Shares Outstanding, Diluted Income Statement [Abstract] Reverse stock split Balance Balance, shares Net (loss) income Preferred dividends-Series B Stock-based compensation Issuance of shares – securities purchase offering Issuance of shares - Securities Purchase offering, shares Restricted stock units vested Restricted stock units vested, shares Issuance of shares – restricted stock Issuance of shares - restricted stock, shares Issuance of shares- Notes conversion Issuance of shares- Notes conversion, shares Contribution from Non-Controlling interest Issuance of shares-merger shares Issuance of shares -merger shares, shares Warrants and valuation issued in relation to debt amendment Common Shares and Warrants for Series B dividend payment Common Shares and Warrants for Series B dividend payment, shares Issuance of shares – warrant exercise Issuance of shares - warrant exercises, shares True up shares for reverse split True up shares for reverse split, shares Warrant revaluation Distribution to Non-Controlling interest Reverse split adjustment Reverse split adjustment, shares Restricted stock units vested Restricted stock units invested, shares Series A Preferred Stock issuance Series A preference shares issued, shares Issuance of shares- Restricted stock awards Issuance of shares - restricted stock awards, shares Balance Balance, shares Statement of Stockholders' Equity [Abstract] Statement of Cash Flows [Abstract] Operating Activities Net loss Adjustments to reconcile net loss to net cash provided by (used in) by operating activities: Depreciation expense Amortization expense Stock-based compensation Deferred income taxes Provision for credit losses Amortization of operating lease asset Loss (gain) on debt extinguishment and revaluation, net Amortization on deferred financing costs and discount on notes Loss on sale of fixed assets Changes in operating assets and liabilities: Accounts receivable Prepaid expenses and other current assets Other long-term assets Accounts payable Deferred revenue Operating lease liabilities Other liabilities and customer deposits Accrued liabilities Net cash used in operating activities Investing Activities Purchases of property, plant, and equipment Purchases of intangible assets Proceeds from disposal on property, plant, and equipment Deposits of equipment, net Net cash used in investing activities Financing Activities Proceeds from common stock warrant exercises Proceeds from common stock securities purchase agreement offering Proceeds from notes and debt issuance Payments on Navitas loan and notes payable Costs of common stock securities purchase agreement offering Payments on NYDIG loans and line of credit Contributions from non-controlling interest Distributions to non-controlling interest Net cash provided by financing activities Increase in cash & restricted cash Cash & restricted cash – beginning of period Cash & restricted cash – end of period Supplemental Disclosure of Cash Flow Information Interest paid on NYDIG loans and line of credit Interest paid on Navitas loan Warrant consideration in relation to convertible notes and revaluation of warrant liability Notes converted to common stock Noncash membership distribution accrual Warrant consideration in relation to Soluna Cloud Noncash disposal of NYDIG collateralized equipment Promissory note and interest conversion to common shares Noncash non-controlling interest contributions Noncash activity right-of-use assets obtained in exchange for lease obligations Series B preferred dividend in accrued expense Organization, Consolidation and Presentation of Financial Statements [Abstract] Nature of Operations Accounting Policies [Abstract] Basis of Presentation Receivables [Abstract] Accounts Receivable, net Property, Plant and Equipment [Abstract] Property, Plant and Equipment Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Asset Acquisition Goodwill and Intangible Assets Disclosure [Abstract] Intangible Assets Income Tax Disclosure [Abstract] Income Taxes Debt Disclosure [Abstract] Debt Equity [Abstract] Stockholders' Equity Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Related Party Transactions [Abstract] Related Party Transactions Share-Based Payment Arrangement [Abstract] Stock Based Compensation Accounting Changes and Error Corrections [Abstract] Effect of Recent Accounting Updates Project Marie PROJECT MARIE VARIABLE INTEREST ENTITY Segment Reporting [Abstract] Segment Information Subsequent Events [Abstract] Subsequent Events Principles of Consolidation Reverse Stock Split Cash and Cash Equivalents Restricted Cash Deposits and Credits on equipment Warrant Liability Reclassification Correction of an Error Schedule of Error Corrections of Basic and Diluted EPS Schedule of Accounts Receivable Schedule of Plant And Equipment Schedule of Intangible Assets Schedule of Amortization Expense of Intangible Assets Schedule of Debt Schedule of Changes in Level 3 Financial Liabilities Carried at Fair Value Schedule of Fair Value Assumptions For Convertible Notes Schedule of Fair Value Assumptions For Warrants Issued Schedule of Financing Debt Schedule of Navitas Term Loan Schedule of Secured Note Financing Schedule of Reserved Shares of Common Stock for Future Issuance Schedule of Basic and Diluted Per Share Computations for Continuing Operations Schedule of Lease Expense Recognized on Straight-line Basis Over Lease Term Schedule of Other Information Related to Leases Schedule of Maturity of Operating Lease Liabilities Short-Term Debt [Table] Short-Term Debt [Line Items] Schedule of Results of Project Marie Schedule of Variable Interest Entities of Assets and Liabilities Schedule of Segment Reporting Information Ownership percentage Security agreement with support and professional services Initial pre-payment Description of payment terms Value of collateralized assets repossessed Outstanding principal balance Accrued interest and penalities Cash on hand Basic net loss per share Diluted net loss per share Reverse stock split ratio Reverse stock split description Shares price, minimum Restricted cash Restricted cash current Restricted cash noncurrent Deposits on equipment Deposits Promissory Note Agreement with accredited investor Accounts and Financing Receivables [Table] Accounts, Notes, Loans and Financing Receivable [Line Items] Accounts receivables, gross Allowance for expected credit losses Accounts receivables, net Allowance for doubtful accounts Provision on credit loss Property, Plant and Equipment [Table] Property, Plant and Equipment [Line Items] Property, plant and equipment, gross Less: Accumulated depreciation Property, plant and equipment, net Depreciation Loss on sale of equipment Proceeds from sale Net book value of equipment Impairment charges Equipment held for sale Outstanding on equipment held for sale Schedule of Business Acquisitions, by Acquisition [Table] Business Acquisition [Line Items] Merger shares issuable description Shares issuable Business acquisition description of acquired entity Percentage of voting interest New shares issued Merger shares issued Fair value of merger consideration Intangible Asset, Finite-Lived [Table] Finite-Lived Intangible Assets [Line Items] Intangible Assets Accumulated Amortization Total 2024 (remainder of the year) 2025 2026 2027 2028 Thereafter Total Amortization expenses Effective income tax rate Effective federal income tax rate Deferred income tax benefit Current tax expense Deferred tax liability Amortization amount Deferred tax valuation allowance Convertible Note Maturity Date Interest Rate Platform Operator, Crypto Asset [Table] Platform Operator, Crypto Asset [Line Items] Financial liabilities, Balance Conversions of debt Total revaluation losses Extension fee Financial liabilities, Balance Schedule of Long-Term Debt Instruments [Table] Debt Instrument [Line Items] Risk-free interest rate Conversion price Stock price Exercise price Expected term in years Expected dividend yield Volatility rate minimum Volatility rate maximum Risk-free interest rate minimum Risk-free interest rate maximum Defined Benefit Plan [Table] Defined Benefit Plan Disclosure [Line Items] NYDIG Loans #1-11 Less: repossession of collateralized assets Total outstanding debt Debt instrument, maturity date, description Interest rate Term Loan and capitalized interest (excludes debt issuance cost) Less: principal and capitalized interest payments Less: debt issuance costs Total outstanding debt Maturity date Interest rate Collaborative Arrangement and Arrangement Other than Collaborative [Table] Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Less: debt discount Total outstanding note (Less) Current note outstanding Long-term note outstanding Aggregate debt amount Debt instrument conversion shares Issuance to purchase of warrants Issuance to purchase of warrants Principal amount Accrued interest rate Debt face amount [custom:NoteExtensionPercentage-0] Debt face amount Debt principal balance outstanding Aggregate deposit amount Accrued interest Debt default, amount Accrued interest paid Extension fee Percentage of principal outstanding Shares new issues Consecutive trading days Convertible stock price trigger, per share Trade on shares Percentage of outstanding shares Prepayment of debt Debt instrument conversion amount Debt instrument conversion shares Debt instrument conversion price Debt instrument, prepayment penalty, percentage Prepayment penalty description Debt instrument conversion price exceeds Floor price description Warrants outstanding Warrant exercise price decrease Debt instrument description Warrant repriced price per share Loss on debt extinguishment Gain on revaluation associated with the warrant liability adjustments warrants Warrants and rights outstanding Issuance to purchase of warrants percentage Deemed dividend Warrants issued Equity interest ownership percentage Monthly principle payment Principal amount Subordinated Borrowing Terms and Conditions [custom:AccruedInterestAndPenalty] [custom:ProceedsFromCollateralizedAssets] Interest Payable, Current Gain (Loss) on Disposition of Assets Loss Contingency, Damages Sought, Value Debt, Current [custom:PenaltyFee] Interest Payable Interest expense, debt Long term debt, current Principal and interest payments Borrowings Deferred financing costs Borrowings Secured promissory note issued Additional common stock issued Related party debt Related party debt Maximum borrowing capacity Interest rate Line of credit Repayments of line of credit Stock options outstanding Restricted stock units outstanding Common stock available for future equity awards or issuance of options Number of common shares reserved Numerator: Net loss (Less) Net income (loss) attributable to non-controlling interest Less: Preferred dividends or deemed dividends Less: Cumulative Preferred Dividends in arrears Balance Denominator: Basic and Diluted EPS: Common shares outstanding, beginning of period, including penny warrants Weighted average common shares issued during the period including penny warrants issued and outstanding as of quarter-end Weighted average common shares Basic Weighted average common shares Diluted Stock, Class of Stock [Table] Class of Stock [Line Items] Preferred stock, value outstanding Preferred stock shares outstanding Preferred stock shares sold Share purchase price Share description Share conversion to common stock Share price Warrants to purchase shares Share issued , price Shares issued for cancellation of warrants Exercise price Common stock voting rights Preferred stock, participation rights Dividend arrears Dividends Dividends in arrears total Preferred stock, dividend rate, percentage Common stock dividends, shares Prefunded warrants dividends shares Warrant funded amount Common stock shares percentage Future equity awards Potentially dilutive securities Operating lease cost Short-term lease cost Total net lease cost Weighted Average Remaining Lease Term (in years) Operating leases, Weighted Average Discount Rate Cash paid for amounts included in the measurement of lease liabilities: Operating cash flows from operating leases Non-Cash Activity Right-of-use assets obtained in exchange for lease obligations: Operating leases 2024 (remainder of year) 2025 2026 2027 2028 Thereafter Total lease payments Less: imputed interest Total lease obligations Less: current obligations Long-term lease obligations Loss Contingencies [Table] Loss Contingencies [Line Items] Remaining lease terms Other commitments description Litigation accrual Repossessed Assets Accrued interest and penalty Loss on disposition of assets Debt outstanding Penalty fee Outstanding principal Prepaid fee Legal fee and other cost Gain on settlement Related Party Transaction [Table] Related Party Transaction [Line Items] Company paid Promissory note available to convert Legal services Stock based awards Notes receviable Payment of related party Shares issued for merger agreement Description of director owns Interest expense Shares converted Payments to acquire investments Equity method investments writing it down Investment percentage Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Common stock reserved percentage Granted shares Shares description Price per share on date of grant Stock issued restricted stock units Price per share on date of grant Price per share on date of grant Unrecognised compensation Weighted average period Shares called Shares called value Total revenue Cost of cryptocurrency mining revenue, exclusive of depreciation Cost of revenue- depreciation Data hosting (income) costs Operational service costs-intercompany General and administrative expense Gain (loss) on sale of fixed assets Gain on settlement Other income, net Net loss before income taxes Debt rate Net book value Legal fees Net book value Penalty fees Payments for legal settlements Outstanding principal balance Assets repossessed total Disposal of property plant and equipment Refund for insurance expenses Settlement amount Consolidation, Less-than-Wholly-Owned Subsidiary, Parent Ownership Interest, Effect of Change [Table] Consolidation, Less than Wholly Owned Subsidiary, Parent Ownership Interest, Effects of Changes, Net [Line Items] Current assets: Cash and restricted cash Accounts receivable Other receivable, related party Prepaids and other current assets Other assets- long term, related party Property, plant, and equipment, net Current liabilities: Accounts payable, related party Accrued expense Current portion of debt Customer deposits- long term Other liabilities, related party Initial funding for project Other commitments, description Capital contribution Purchase price Purchase price Equity method investment description Debt instrument percentage Segment Reporting, Revenue from External Customer, Product and Service [Table] Revenue from External Customer [Line Items] Total segment and consolidated revenue Total segment and consolidated cost of revenues General and administrative expenses Impairment on fixed assets Loss on debt extinguishment and revaluation Loss (gain) on sale of fixed assets Other expense, net Income tax (benefit) from continuing operations (Less) Net (income) loss attributable to non-controlling interest Net loss attributable to Soluna Holdings, Inc. Capital expenditures Depreciation and amortization Schedule of Revenue by Major Customers, by Reporting Segments [Table] Revenue, Major Customer [Line Items] Number of reportable segments Number of operating segments Concentration risk, percentage Subsequent Event [Table] Subsequent Event [Line Items] Warrants outstaning term Capital contribution Ownership percentage Description of investment Equipment and machinery to be purchased Borrowing Amount Borrowing amount conversion feature 9.0% Series A Cumulative Perpetual Preferred Stock, par value $0.001 per share. Common Stock Par Value 0.001 Per Share [Member] Warrant liability. Other Receivable [Member] Cash paid for amounts included in measurement of lease liabilities abstract. Non cash activity right of use assets obtained in exchange for lease obligations abstract. Lessee operating lease liability payments due after year four. Preferred stock cumulative percentage. Master Equipment Finance Agreement [Member] NYDIG ABL LLC [Member] Penalty fee. Atlas Technology Group LLC [Member] Settlement Agreement [Member] M20 and M21 Miners [Member] Equipment One [Member] MeOH Power, Inc. [Member] Couch White, LLP [Member] Soluna Computing Inc [Member] SCI US Holdings LLC [Member] Merger Agreement [Member] Description of director owns. Matthew E. Lipman [Member] John Belizaire and John Bottomley [Member] Class Seed Preferred Share [Member] Harmattan Energy Ltd [Member] Tera Joule, LLC [Memebr] Mr. Bottomley [Member] Equity method investments writing down. Investment percentage. Scrap And Other Equipment [Member] 2021 Plan [Member] 2023 Plan [Member] 2021 Stock Plan [Member] Switch gear And M31 [Member] Stock issued during period value securities purchase offering. Stock issued during period shares securities purchase offering. Stock issued during period value restricted stock units vested. Stock issued during period shares restricted stock units vested. Power Supply Units [Member] M Thirty One Miners [Member] Equipment held for sale balance. Third Party [Member] Outstanding on equipment held for sale. Project Marie Disclosure [Text Block] Warrants and valuation issued in relation to debt amendment. Investors [Member] Soluna Callisto [Member] Net book value. Project Marie [Member] Collateral amount. Condition One [Member] Condition Two [Member] Condition Three [Member] Soluna [Member] Surviving Corportions [Member] The element represents strategic pipeline contract member. The element represents assembled workforce member. Issuance of shares - warrant exercises. Stock issued during period shares warrant exercised. Stock issued during period value reverse stock splits. Cost of revenue depreciation. Data hosting costs. Operational service costs intercompany. General and administrative (income) expens. Finite lived intangible assets amortization expense after year four. Spring Lane [Member] Capital contribution. Soluna DVSL ComputeCo, LLC [Member] Soluna DV Devco, LLC [Member] Purchase and Sale Agreement [Member] Parent [Member] Dorothy Phase 1A Facility [Member] Reverse split adjustment. Stock issued during period shares reverse stock split. Stock issued during period value restricted stock units invested. Stock issued during period shares restricted stock units invested. Stock issued during period value restricted stock awards. Stock issued during period shares restricted stock awards. DVSL ComputeCo, LLC [Member] Other assets long term related party. Securities Purchase Agreement [Member] October Secured Notes [Member] October Warrants [Member] Class A Warrant [Member] Class B Warrant [Member] Class C Warrant [Member] Customer deposits long term. Payments on Navitas loan. Interest paid on Navitas loan. Warrant consideration in relation to convertible notes and revaluation. Non cash membership distribution accrual. Fair value measurement with unobservable inputs reconciliation recurring basis liability extension fee. Noncash disposal of NYDIG collateralized equipment. Promissory note conversion to common or preferred shares. Noncash non-controlling interest contributions. Series B preferred dividend in accrued expense. Warrant consideration in relation to soluna cloud. DV ComputeCo, LLC [Member] Note extension percentage. Devco LLC [Member] Fair value assumptions of debt share price. Fair value assumptions of debt volatility rate. Fair value assumptions of debt risk free interest rate. Noteholders [Member] Extension fee. Percentage of principal outstanding. Class A Warrants [Member] Class B Warrants [Member] Common Stock Trading One [Member] Common Stock Trading Two [Member] Common Stock Trading Three [Member] Third Amendment Agreement [Member] Debt instrument prepayment penalty percentage. Debt instrument prepayment penalty description. Repriced Warrant [Member] Contract price of data privacy and security agreement with hpe support and professional services. Downpayment with regard to data privacy and security agreement with hpe support and professional services. Warrant repriced price per share. Description of payment terms for agreement with hpe support and professional services. Project Dorothy 1A [Member] Reverse Stock Split [Policy Text Block] Gain on revaluation associated with the warrant liability. Fourth Amendment Agreement [Member] Project Sophie [Member] Holders [Member] Non Noteholders [Member] Project

Dorothy 1B [Member] Noteholder One [Member] Noteholder Two [Member] Noteholder Three [Member] Deposits On Equipments [Policy Text Block] Customers [Member] Class of warrant or right exercise price of warrants or rights percentage. Warrant One [Member] Warrant Two [Member] Warrant Three [Member] Warrant Liability [Policy Text Block] Project Edith [Member] Promissory note agreement with accredited investor. Error Correction [Policy Text Block] NYDIG [Member] Master Agreement [Member] Consent And Waiver Agreement [Member] Proceeds from collateralized assets. Accrued interest and penalty. Loan And Security Agreement [Member] Navitas Term Loan [Member] Prefunded warrants dividends, shares. Warrants and right outstanding. Common stock shares outstanding percentage. Cryptocurrency Mining Revenue [Member] Data Hosting Revenue [Member] Cost Of Revenue Depreciation [Member] Soluna SLC Fund II Project Holdco LLC [Member] Borrower [Member] Cumulative preferred dividends in arrears. Numerator [Abstract] Denominator [Abstract] Weighted Average Number Of Shares Outstanding Basic And Diluted [Abstract] First Amendment To Note Purchase Agreement [Member] Note [Member] Soluna Two SLC FundII Project Holdco LLC [Member] Schedule Of Secured Note [Table Text Block] Secured Note Financing [Member] Compute Co [Member] Equipment Loan Agreement [Member] Adjustments to additional paid in capital. Demand Response Services [Member] Related Party Receivable [Member] Demand Response Service Receivable [Member] Proprietary Mining Coinbase Receivable [Member] Buildings And Leasehold Improvements [Member] Office Furniture And Fixtures [Member] Computers And Related Software [Member] Operation Service Revenue Intercompany [Member] Demand Response Service Revenue [Member] Warrant revaluation. Data Hosting Receivable [Member] MThirty Miners [Member] Warrants issued. Soluna MC LLC [Member] Additional Investors [Member] Hosting Revenue [Member] 2023 Stock Plan [Member] Assets, Current Assets [Default Label] Liabilities, Current Liabilities Treasury Stock, Value Equity, Attributable to Parent Equity, Including Portion Attributable to Noncontrolling Interest Liabilities and Equity Selling, General and Administrative Expense Operating Income (Loss) Interest Expense, Operating and Nonoperating Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Income Tax Expense (Benefit) Shares, Outstanding Adjustments to Additional Paid in Capital, Dividends in Excess of Retained Earnings Noncontrolling Interest, Decrease from Distributions to Noncontrolling Interest Holders StockIssuedDuringPeriodValueRestrictedStockUnitsInvested Share-Based Payment Arrangement, Noncash Expense Increase (Decrease) in Accounts Receivable Increase (Decrease) in Prepaid Expense and Other Assets Increase (Decrease) in Other Noncurrent Assets Increase (Decrease) in Accounts Payable Increase (Decrease) in Accrued Liabilities Net Cash Provided by (Used in) Operating Activities Payments to Acquire Property, Plant, and Equipment Payments to Acquire Intangible Assets Payments for (Proceeds from) Other Investing Activities Net Cash Provided by (Used in) Investing Activities PaymentsOfLoan Payments of Stock Issuance Costs Payments to Noncontrolling Interests Net Cash Provided by (Used in) Financing Activities Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Restricted Cash [Default Label] Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment EquipmentHeldForSaleBalance Finite-Lived Intangible Assets, Gross Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Liability Value Unamortized Debt Issuance Expense Debt Instrument, Unamortized Discount ExtensionFee Debt Conversion, Converted Instrument, Warrants or Options Issued Line of Credit Facility, Interest Rate During Period Dividends, Preferred Stock, Stock CumulativePreferredDividendsInArrears Net Income (Loss) Available to Common Stockholders, Basic Stock Option, Exercise Price, Increase Lease, Cost Lessee, Operating Lease, Liability, to be Paid, Year One Lessee, Operating Lease, Liability, to be Paid, Year Two Lessee, Operating Lease, Liability, to be Paid, Year Three Lessee, Operating Lease, Liability, to be Paid, Year Four LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour Lessee, Operating Lease, Liability, to be Paid Lessee, Operating Lease, Liability, Undiscounted Excess Amount Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Gain (Loss) from Litigation Settlement Income (Loss) from Individually Significant Component Disposed of or Held-for-Sale, Excluding Discontinued Operations, before Income Tax Gain (Loss) on Sale of Assets and Asset Impairment Charges Operating Expenses Adjustments to Additional Paid in Capital, Fair Value Subsidiary, Ownership Percentage, Noncontrolling Owner EX-101.PRE 19 slnh-20240630_pre.xml XBRL PRESENTATION FILE XML 21 R1.htm IDEA: XBRL DOCUMENT

Cover - shares	**6 Months Ended Jun. 30, 2024**	**Aug. 09, 2024**
Document Type	10-Q	
Amendment Flag	false	
Document Quarterly Report	true	
Document Transition Report	false	
Document Period End Date	Jun. 30, 2024	
Document Fiscal Period Focus	Q2	
Document Fiscal Year Focus	2024	
Current Fiscal Year End Date	--12-31	
Entity File Number	001-40261	
Entity Registrant Name	Soluna Holdings, Inc.	
Entity Central Index Key	0000064463	
Entity Tax Identification Number	14-1462255	
Entity Incorporation, State or Country Code	NV	
Entity Address, Address Line One	325 Washington Avenue Extension	
Entity Address, City or Town	Albany	
Entity Address, State or Province	NY	
Entity Address, Postal Zip Code	12205	
City Area Code	(516)	
Local Phone Number	216-9257	
Entity Current Reporting Status	Yes	
Entity Interactive Data Current	Yes	
Entity Filer Category	Non-accelerated Filer	
Entity Small Business	true	
Entity Emerging Growth Company	false	
Entity Shell Company	false	
Entity Common Stock, Shares Outstanding		5,755,187
Common Stock, par value $0.001 per share		
Title of 12(b) Security	Common Stock, par value $0.001 per share	
Trading Symbol	SLNH	
Security Exchange Name	NASDAQ	
9.0% Series A Cumulative Perpetual Preferred Stock, par value $0.001 per share		
Title of 12(b) Security	9.0% Series A Cumulative Perpetual Preferred Stock, par value $0.001 per share	
Trading Symbol	SLNHP	
Security Exchange Name	NASDAQ	

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Condensed Consolidated Balance Sheets (Unaudited) - USD ($) $ in Thousands	**Jun. 30, 2024**	**Dec. 31, 2023**
Current Assets:		
Cash	$ 9,558	$ 6,368
Restricted cash	1,951	2,999
Accounts receivable, net (allowance for expected credit losses $244 and $0 as of June 30, 2024 and December 31, 2023)	3,434	2,948
Notes receivable	48	446
Prepaid expenses and other current assets	12,461	1,416
Equipment held for sale	28	107
Total Current Assets	27,480	14,284
Restricted cash, noncurrent	1,000	1,000
Other assets	2,946	2,954
Deposits and credits on equipment	3,124	1,028
Property, plant and equipment, net	41,472	44,572
Intangible assets, net	22,328	27,007
Operating lease right-of-use assets	325	431
Total Assets	98,675	91,276
Current Liabilities:		
Accounts payable	2,452	2,099
Accrued liabilities	6,286	4,906
Convertible notes payable	7,851	8,474
Current portion of debt	13,008	10,864
Income tax payable	65	24
Warrant liability	314	
Customer deposits-current	2,391	1,588
Operating lease liability	159	220
Total Current Liabilities	32,526	28,175
Other liabilities	499	499
Customer deposits- long-term		1,248
Long-term debt	9,028	
Operating lease liability	169	216
Deferred tax liability, net	6,520	7,779
Total Liabilities	48,742	37,917

Commitments and Contingencies (Note 10)		
Stockholders' Equity:		
Common stock, par value $0.001 per share, authorized 75,000,000; 5,272,845 shares issued and 5,232,104 shares outstanding as of June 30, 2024 and 2,546,361 shares issued and 2,505,620 shares outstanding as of December 31, 2023	5	3
Additional paid-in capital	305,250	291,276
Accumulated deficit	(267,097)	(250,970)
Common stock in treasury, at cost, 40,741 shares at June 30, 2024 and December 31, 2023	(13,798)	(13,798)
Total Soluna Holdings, Inc. Stockholders' Equity	24,365	26,514
Non-Controlling Interest	25,568	26,845
Total Stockholders' Equity	49,933	53,359
Total Liabilities and Stockholders' Equity	98,675	91,276
Series A Preferred Stock [Member]		
Stockholders' Equity:		
Preferred stock, value	5	3
Series B Preferred Stock [Member]		
Stockholders' Equity:		
Preferred stock, value		

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Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) - USD ($) $ in Thousands	**Jun. 30, 2024**	**Dec. 31, 2023**
Allowance for expected credit loss	$ 244	
Common stock, par value	$ 0.001	$ 0.001
Common stock, shares authorized	75,000,000	75,000,000
Common stock, shares issued	5,272,845	2,546,361
Common stock, shares outstanding	5,232,104	2,505,620
Treasury stock, shares	40,741	40,741
Series A Preferred Stock [Member]		
Preferred stock, cumulative percentage	9.00%	9.00%
Preferred stock, par value	$ 0.001	$ 0.001
Preferred stock, liquidation preference	$ 25.00	$ 25.00
Preferred stock, shares authorized	6,040,000	6,040,000
Preferred Stock, shares issued	4,953,545	3,061,245
Preferred Stock, shares outstanding	4,953,545	3,061,245
Series B Preferred Stock [Member]		
Preferred stock, par value	$ 0.0001	$ 0.0001
Preferred stock, shares authorized	187,500	187,500
Preferred Stock, shares issued	62,500	62,500
Preferred Stock, shares outstanding	62,500	62,500

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Condensed Consolidated Statements of Operations (Unaudited) - USD ($) $ in Thousands	**3 Months Ended**		**6 Months Ended**	
	Jun. 30, 2024	**Jun. 30, 2023**	**Jun. 30, 2024**	**Jun. 30, 2023**
Total revenue	$ 9,675	$ 2,068	$ 22,224	$ 5,150
Operating costs:				
Total costs of revenue	5,565	2,458	11,180	5,605
Operating expenses:				
General and administrative expenses, exclusive of depreciation and amortization	5,382	4,136	9,378	8,496
Depreciation and amortization associated with general and administrative expenses	2,403	2,379	4,805	4,756
Total general and administrative expenses	7,785	6,515	14,183	13,252
Impairment on fixed assets		169	130	377
Operating loss	(3,675)	(7,074)	(3,269)	(14,084)
Interest expense	(449)	(486)	(873)	(1,861)
Loss on debt extinguishment and revaluation, net	(5,600)	(2,054)	(8,698)	(1,581)
(Loss) gain on sale of fixed assets	(21)	48	(21)	(30)
Other expense, net	(49)	(238)	(25)	(226)
Loss before income taxes	(9,794)	(9,804)	(12,886)	(17,782)
Income tax benefit	649	547	1,197	1,093
Net loss	(9,145)	(9,257)	(11,689)	(16,689)
(Less) Net income (loss) attributable to non-controlling interest	1,728	(482)	4,438	(852)
Net loss attributable to Soluna Holdings, Inc.	$ (10,873)	$ (8,775)	$ (16,127)	$ (15,837)
Earnings Per Share, Diluted [1]	$ (2.97)	$ (9.54)	$ (5.68)	$ (19.74)
Weighted Average Number of Shares Outstanding, Diluted [1]	4,563,696	1,126,091	3,683,558	996,228
Cryptocurrency Mining Revenue [Member]				
Total revenue	$ 4,484	$ 915	$ 10,880	$ 3,711
Operating costs:				
Total costs of revenue	1,883	1,160	3,724	3,410
Data Hosting Revenue [Member]				
Total revenue	4,898	1,153	10,176	1,439
Operating costs:				
Total costs of revenue	2,176	759	4,427	1,031
Demand Response Services [Member]				
Total revenue	293		1,168	
Cost of Revenue Depreciation [Member]				
Operating costs:				
Total costs of revenue	$ 1,506	$ 539	$ 3,029	$ 1,164

[1] Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for-25 that became effective October 13, 2023. See Note 2, "Basis of Presentation," for details.

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Condensed Consolidated Statements of Operations (Unaudited) (Parenthetical)	**Oct. 13, 2023**
Income Statement [Abstract]	
Reverse stock split	1-for-25

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Condensed Consolidated Statements of Changes in Equity (Unaudited) - USD ($)	**Series A Preferred Stock [Member] Preferred Stock [Member]**	**Series B Preferred Stock [Member] Preferred Stock [Member]**	**Common Stock [Member]**	**Additional Paid-in Capital [Member]**	**Retained Earnings [Member]**	**Treasury Stock, Common [Member]**	**Noncontrolling Interest [Member]**	**Total**
Balance at Dec. 31, 2022	$ 3,000		$ 1,000	[1] $ 277,429,000	[1] $ (221,769,000)	$ (13,798,000)	$ 4,406,000	$ 46,272,000

Balance, shares at Dec. 31, 2022	3,061,245	62,500	788,578	[1]				40,741	[1]			
Net (loss) income				[1]		[1]	(7,062,000)			(370,000)		(7,432,000)
Preferred dividends-Series B				[1]	(131,000)	[1]						(131,000)
Stock-based compensation				[1]	865,000	[1]						865,000
Issuance of shares – securities purchase offering				[1]	439,000	[1]						439,000
Issuance of shares - Securities Purchase offering, shares	[1]		87,144									
Restricted stock units vested				[1]		[1]						
Restricted stock units vested, shares	[1]		5,769									
Issuance of shares – restricted stock				[1]	14,000	[1]						14,000
Issuance of shares - restricted stock, shares	[1]		1,400									
Issuance of shares- Notes conversion				[1]	1,394,000	[1]						1,394,000
Issuance of shares- Notes conversion, shares	[1]		174,505									
Contribution from Non-Controlling interest				[1]		[1]				8,758,000		8,758,000
Balance at Mar. 31, 2023	$ 3,000		$ 1,000	[1]	280,010,000	[1]	(228,831,000)	$ (13,798,000)		12,794,000		50,179,000
Balance, shares at Mar. 31, 2023	3,061,245	62,500	1,057,396	[1]				40,741	[1]			
Balance at Dec. 31, 2022	$ 3,000		$ 1,000	[1]	277,429,000	[1]	(221,769,000)	$ (13,798,000)		4,406,000		46,272,000
Balance, shares at Dec. 31, 2022	3,061,245	62,500	788,578	[1]				40,741	[1]			
Net (loss) income												(16,689,000)
Issuance of shares- Notes conversion												1,800,000
Balance at Jun. 30, 2023	$ 3,000		$ 1,000	[1]	284,166,000	[1]	(237,606,000)	$ (13,798,000)		25,855,000		58,621,000
Balance, shares at Jun. 30, 2023	3,061,245	62,500	1,230,650	[1]				40,741	[1]			
Balance at Mar. 31, 2023	$ 3,000		$ 1,000	[1]	280,010,000	[1]	(228,831,000)	$ (13,798,000)		12,794,000		50,179,000
Balance, shares at Mar. 31, 2023	3,061,245	62,500	1,057,396	[1]				40,741	[1]			
Net (loss) income				[1]		[1]	(8,775,000)			(482,000)		(9,257,000)
Preferred dividends-Series B				[1]	(252,000)	[1]						(252,000)
Stock-based compensation				[1]	2,232,000	[1]						2,232,000
Issuance of shares – securities purchase offering				[1]	446,000	[1]						446,000
Issuance of shares - Securities Purchase offering, shares	[1]		63,978									
Restricted stock units vested				[1]		[1]						
Restricted stock units vested, shares	[1]		25,125									
Issuance of shares- Notes conversion				[1]	400,000	[1]						400,000
Issuance of shares- Notes conversion, shares	[1]		64,351									
Contribution from Non-Controlling interest				[1]		[1]				13,543,000		13,543,000
Issuance of shares-merger shares				[1]		[1]						
Issuance of shares -merger shares, shares	[1]		19,800									
Warrants and valuation issued in relation to debt amendment				[1]	1,330,000	[1]						1,330,000
Balance at Jun. 30, 2023	$ 3,000		$ 1,000	[1]	284,166,000	[1]	(237,606,000)	$ (13,798,000)		25,855,000		58,621,000
Balance, shares at Jun. 30, 2023	3,061,245	62,500	1,230,650	[1]				40,741	[1]			
Net (loss) income				[1]		[1]	(6,662,000)			646,000		(6,016,000)
Preferred dividends-Series B				[1]	(38,000)	[1]						(38,000)
Stock-based compensation				[1]	595,000	[1]						595,000
Issuance of shares – securities purchase offering				[1]	770,000	[1]						770,000
Issuance of shares - Securities Purchase offering, shares	[1]		113,502									
Issuance of shares- Notes conversion				[1]	650,000	[1]						650,000
Issuance of shares- Notes conversion, shares	[1]		104,577									
Contribution from Non-Controlling interest				[1]		[1]				151,000		151,000
Common Shares and Warrants for Series B dividend payment				[1]	656,000	[1]						656,000
Common Shares and Warrants for Series B dividend payment, shares	[1]		44,000									
Balance at Sep. 30, 2023	$ 3,000		$ 1,000	[1]	286,799,000	[1]	(244,268,000)	$ (13,798,000)		26,652,000		55,389,000
Balance, shares at Sep. 30, 2023	3,061,245	62,500	1,492,729	[1]				40,741	[1]			
Net (loss) income				[1]		[1]	(6,702,000)			1,705,000		(4,997,000)
Stock-based compensation				[1]	602,000	[1]						602,000
Restricted stock units vested				[1]		[1]						
Restricted stock units vested, shares	[1]		2,299									
Issuance of shares- Notes conversion			$ 2,000	[1]	3,568,000	[1]						3,570,000
Issuance of shares- Notes conversion, shares	[1]		892,245									
Contribution from Non-Controlling interest				[1]		[1]				8,000		8,000
Issuance of shares-merger shares				[1]		[1]						
Issuance of shares -merger shares, shares	[1]		39,600									
Issuance of shares – warrant exercise				[1]		[1]						
Issuance of shares - warrant exercises, shares	[1]		81,726									
True up shares for reverse split				[1]		[1]						
True up shares for reverse split, shares	[1]		37,762									
Warrant revaluation				[1]	307,000	[1]						307,000
Distribution to Non-Controlling interest				[1]		[1]				(1,520,000)		(1,520,000)
Balance at Dec. 31, 2023	$ 3,000		$ 3,000	[1]	291,276,000	[1]	(250,970,000)	$ (13,798,000)		26,845,000		53,359,000
Balance, shares at Dec. 31, 2023	3,061,245	62,500	2,546,361	[1]				40,741	[1]			
Net (loss) income							(5,254,000)			2,710,000		(2,544,000)
Stock-based compensation					661,000							661,000
Issuance of shares- Notes conversion					1,023,000							1,023,000
Issuance of shares- Notes conversion, shares			270,572									
Issuance of shares – warrant exercise					300,000							300,000

Issuance of shares - warrant exercises, shares			61,501					
Warrant revaluation				(1,715,000)				(1,715,000)
Distribution to Non-Controlling interest							(2,233,000)	(2,233,000)
Reverse split adjustment								
Reverse split adjustment, shares			17					
Restricted stock units vested								
Restricted stock units invested, shares			3,780					
Balance at Mar. 31, 2024	$ 3,000		$ 3,000	291,545,000	(256,224,000)	$ (13,798,000)	27,322,000	48,851,000
Balance, shares at Mar. 31, 2024	3,061,245	62,500	2,882,231			40,741		
Balance at Dec. 31, 2023	$ 3,000		$ 3,000 [1]	291,276,000 [1]	(250,970,000) [1]	$ (13,798,000)	26,845,000	53,359,000
Balance, shares at Dec. 31, 2023	3,061,245	62,500	2,546,361 [1]			40,741	[1]	
Net (loss) income								(11,689,000)
Issuance of shares- Notes conversion								3,700,000
Balance at Jun. 30, 2024	$ 5,000		$ 5,000	305,250,000	(267,097,000)	$ (13,798,000)	25,568,000	49,933,000
Balance, shares at Jun. 30, 2024	4,953,545	62,500	5,272,845			40,741		
Balance at Mar. 31, 2024	$ 3,000		$ 3,000	291,545,000	(256,224,000)	$ (13,798,000)	27,322,000	48,851,000
Balance, shares at Mar. 31, 2024	3,061,245	62,500	2,882,231			40,741		
Net (loss) income					(10,873,000)		1,728,000	(9,145,000)
Stock-based compensation				1,368,000				1,368,000
Restricted stock units vested								
Restricted stock units vested, shares			100					
Issuance of shares- Notes conversion			$ 1,000	2,688,000				2,689,000
Issuance of shares- Notes conversion, shares			711,393					
Common Shares and Warrants for Series B dividend payment								66,000
Issuance of shares – warrant exercise				2,004,000				2,004,000
Issuance of shares - warrant exercises, shares			529,354					
Warrant revaluation				7,648,000				7,648,000
Distribution to Non-Controlling interest							(3,482,000)	(3,482,000)
Series A Preferred Stock issuance	$ 2,000			(2,000)				
Series A preference shares issued, shares	1,892,300							
Issuance of shares- Restricted stock awards			1,000	(1,000)				
Issuance of shares - restricted stock awards, shares			1,149,767					
Balance at Jun. 30, 2024	$ 5,000		$ 5,000	$ 305,250,000	$ (267,097,000)	$ (13,798,000)	$ 25,568,000	$ 49,933,000
Balance, shares at Jun. 30, 2024	4,953,545	62,500	5,272,845			40,741		

[1] Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for-25 that became effective October 13, 2023. See Note 2, “Basis of Presentation,” for details.

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Condensed Consolidated Statements of Changes in Equity (Unaudited) (Parenthetical)	Oct. 13, 2023
Statement of Stockholders' Equity [Abstract]	
Reverse stock split	1-for-25

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Condensed Consolidated Statements of Cash Flows (Unaudited) - USD ($) $ in Thousands	3 Months Ended						6 Months Ended		12 Months Ended
	Jun. 30, 2024	Mar. 31, 2024	Dec. 31, 2023	Sep. 30, 2023	Jun. 30, 2023	Mar. 31, 2023	Jun. 30, 2024	Jun. 30, 2023	Dec. 31, 2023
Operating Activities									
Net loss	$ (9,145)	$ (2,544)	$ (4,997)	$ (6,016)	$ (9,257)	$ (7,432)	$ (11,689)	$ (16,689)	
Adjustments to reconcile net loss to net cash provided by (used in) by operating activities:									
Depreciation expense	1,500				547		3,091	1,179	
Amortization expense							4,743	4,741	
Stock-based compensation							2,029	3,111	
Deferred income taxes	(714)				(544)		(1,259)	(1,094)	
Impairment on fixed assets					169		130	377	
Provision for credit losses	244						244		
Amortization of operating lease asset							122	116	
Loss (gain) on debt extinguishment and revaluation, net	5,600				2,054		8,698	1,581	
Amortization on deferred financing costs and discount on notes							59	739	
Loss on sale of fixed assets	21				(48)		21	30	
Changes in operating assets and liabilities:									
Accounts receivable							(486)	(924)	
Prepaid expenses and other current assets							(10,767)	(101)	
Other long-term assets							1	(308)	
Accounts payable							353	696	
Deferred revenue								532	
Operating lease liabilities							(123)	(111)	
Other liabilities and customer deposits							(404)	1,294	
Accrued liabilities							1,764	995	
Net cash used in operating activities							(3,473)	(3,836)	
Investing Activities									
Purchases of property, plant, and equipment							(278)	(2,895)	
Purchases of intangible assets							(64)	(44)	
Proceeds from disposal on property, plant, and equipment							215	1,286	
Deposits of equipment, net							(2,096)	(7,916)	
Net cash used in investing activities							(2,223)	(9,569)	
Financing Activities									
Proceeds from common stock warrant exercises							2,304		
Proceeds from common stock securities purchase agreement offering								43	
Proceeds from notes and debt issuance							13,220	2,900	
Payments on Navitas loan and notes payable							(1,910)	(175)	

Costs of common stock securities purchase agreement offering					(4)	
Payments on NYDIG loans and line of credit					(350)	$ (350)
Contributions from non-controlling interest					19,414	
Distributions to non-controlling interest				(5,776)		
Net cash provided by financing activities				7,838	21,828	
Increase in cash & restricted cash				2,142	8,423	
Cash & restricted cash – beginning of period	$ 10,367	$ 10,244	$ 1,821	10,367	1,821	1,821
Cash & restricted cash – end of period	$ 12,509	$ 10,367	$ 10,244	12,509	10,244	$ 10,367
Supplemental Disclosure of Cash Flow Information						
Interest paid on NYDIG loans and line of credit				115	6	
Interest paid on Navitas loan				88		
Warrant consideration in relation to convertible notes and revaluation of warrant liability				7,648	1,330	
Notes converted to common stock				3,712	1,794	
Noncash membership distribution accrual				456		
Warrant consideration in relation to Soluna Cloud				314		
Noncash disposal of NYDIG collateralized equipment					3,388	
Promissory note and interest conversion to common shares					845	
Noncash non-controlling interest contributions					2,887	
Noncash activity right-of-use assets obtained in exchange for lease obligations					397	
Series B preferred dividend in accrued expense					$ 383	

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Nature of Operations

	6 Months Ended Jun. 30, 2024
Organization, Consolidation and Presentation of Financial Statements [Abstract]	
Nature of Operations	

1. Nature of Operations

Description of Business

Unless the context requires otherwise in these notes to the consolidated financial statements, the terms "SHI," the "Company," "we," "us," and "our" refer to Soluna Holdings, Inc. together with its consolidated subsidiaries, "SDI" refers to Soluna Digital, Inc. and previously, "SCI" refers to Soluna Computing, Inc., formerly known as EcoChain, Inc.

Soluna Holdings, Inc., formerly known as Mechanical Technology, Incorporated which was originally incorporated in the State of New York in 1961, reincorporated in the State of Nevada on March 24, 2021, and is headquartered in Albany, New York. Effective November 2, 2021, the Company changed its name from "Mechanical Technology, Incorporated" (or "MTI") to "Soluna Holdings, Inc." On October 29, 2021, Soluna Callisto merged into Soluna Computing, Inc. ("SCI"), a private green data center development company. The Company formed a wholly owned subsidiary of SHI on December 31, 2023, Soluna Digital, Inc. ("Soluna Digital", or "SDI"). Effective December 31, 2023, SHI's previously wholly-owned subsidiary, SCI transferred substantially all of its assets to SHI or its subsidiaries. SHI currently conducts its business through its wholly-owned subsidiary, SDI.

The Company formed a wholly owned subsidiary of SHI on March 24, 2024, Soluna Cloud, Inc. ("Soluna Cloud") an operator of cloud, and co-location or data hosting services related to HPC and AI. Soluna Clou delivers a portion of its services through the website SolunaCloud.com. The Company formed a wholly owned subsidiary of SHI on April 2, 2024, Soluna Energy, Inc. ("Soluna Energy", or "SEI") to own and hold its renewable energy power purchase agreements and certain related land leases for data center projects through a series of services subsidiaries.

The Company is a digital infrastructure company specializing in transforming surplus renewable energy into computing resources. Our modular data centers can co-locate with wind, solar, or hydroelectric power plants and support compute intensive applications including Bitcoin Mining, Generative AI, and Scientific Computing. This pioneering approach to data centers helps energize a greener grid while delivering cost-effective and sustainable computing solutions.

In fiscal year 2021, the Company began mining operations in Murray, Kentucky, ("Project Sophie") and Calvert City, Kentucky, ("Project Marie"). Project Marie had performed hosting services and proprietary mining in which 10 megawatts were used for hosting services and 10 megawatts was used for proprietary mining through the end of February 2023, at which time the facility had been decommissioned. In the second quarter of fiscal year 2023, Project Sophie entered into hosting contracts with Bitcoin miners, which marked a shift in the Company's business model at the Company's modular data centers at Project Sophie from proprietary mining to hosting Bitcoin miners for the customers at the 25 MW facility. Currently, all of Project Sophie is performing data hosting, including an AI customer pilot during the first half of 2024. The Company has sold all of its existing Bitcoin miners at the Project Sophie site and redeployed capital. On September 17, 2022, the Company sold specified assets consisting mainly of mining equipment and other general equipment items to a buyer at its Wenatchee, Washington location, ("Project Edith"). Soluna has committed to providing certain facilities contracts at cost plus a markup to facilitate the continued operations for the sold mining assets, on behalf of the new ownership. Our Texas site ("Project Dorothy") is located at a wind farm and has a potential for up to 100 MWs, of which the Company obtained approval from the ERCOT and energized 25 MW in May 2023 and energized another 25 MW in October 2023. The Company as of June 30, 2024, has a 14.6% ownership interest in Soluna DVSL ComputeCo, LLC ("DVSL"), owner of Project Dorothy 1A, and 55% ownership interest in Soluna DV ComputeCo, LLC ("DVCC"), owner of Project Dorothy 1B, which are included within the Project Dorothy site, as discussed further in Note 15.

On June 18, 2024, Soluna AL CloudCo, LLC, a Delaware limited liability company ("CloudCo"), a subsidiary of Soluna Cloud and indirect wholly owned subsidiary of the Company entered into an HPE Support and Professional Services – Data Privacy and Security Agreement, an HPE & AI Cloud Services Agreement, a related Statement of Work, and related ancillary agreements (collectively, the "HPE Agreement") with Hewlett Packard Enterprise Company ("HPE"). Pursuant to the HPE Agreement, HPE agreed to provide datacenter and cloud services for artificial intelligence and supercomputing processes via Nvidia H100 Graphic Processing Units ("HPE GPUs") to CloudCo in exchange for an aggregate of $34.0 million, including an initial pre-payment of $10.3 million, included within Prepaid expenses and other current assets on the consolidated condensed balance sheet to be made on or before June 24, 2024. The HPE Agreement has a term of 36 months, during which monthly payments will be made for approximately $667 thousand, and the services thereunder are expandable upon agreement of the parties.

Going Concern and Liquidity

The Company's consolidated condensed financial statements as of June 30, 2024 have been prepared using generally accepted accounting principles in the United States of America ("U.S. GAAP") applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. As shown in the accompanying condensed financial statements, the Company was in a net loss, has negative working capital, and has significant outstanding debt as of June 30, 2024. These factors, among others indicate that there is substantial doubt about the Company's ability to continue as a going concern within one year after issuance of these condensed financial statements as of June 30, 2024, or August 14, 2024.

Soluna MC Borrowing 2021-1 (the "Borrower"), received a Notice of Acceleration and Repossession (the "NYDIG Notice") from NYDIG ABL LLC ("NYDIG") with respect to the Master Equipment Finance Agreement, dated as of December 30, 2021 (the "MEFA"), by and between Borrower and NYDIG. The NYDIG Notice states that (a) Borrower failed to observe or perform certain covenants, conditions or agreements contained in the MEFA and such failure continued unremedied for a period of ten days after Borrower's knowledge of such breach, which resulted in an event of default under the MEFA, and (b) Borrower defaulted under the guaranty, collateral agreement, or other support agreement, which resulted in an event of default under the MEFA. In addition, the NYDIG Notice states that Borrower failed to pay certain payments of principal and interest under the MEFA when due, which failure also constituted an event of default under the MEFA. As a result of the foregoing events of default, and pursuant to the MEFA, NYDIG (x) declared the principal amount of all loans due and owing under the MEFA and all accompanying Loan Documents (as defined in the MEFA) to be due and immediately payable, (y) imposed a default rate of interest on any outstanding principal amount of each loan (together with all then unpaid interest accruing thereon) and all other obligations under the MEFA and the Loan Documents, and (z) demanded the return of all equipment subject to the MEFA and the Loan Documents. The obligations of Borrower under the MEFA and reflected in the NYDIG Notice were ring-fenced to Borrower and its direct parent company, Soluna MC LLC.

On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, which resulted in a reportable disposition of all of the Company's mining assets at the site and certain of the operating assets of Project Marie. The total net book value of the collateralized assets that were repossessed totaled approximately $3.4 million. Additionally, NYDIG has stated its intention to pursue SCI, the parent company of Soluna MC, LLC ("Guarantor"), under a piercing of the corporate veil claim relating to the Guarantor together with Borrower, ("NYDIG Defendants") debts and liabilities under the loan documents. SCI denies any such liability and has filed a complaint for a declaratory judgment against NYDIG in the Eighth Judicial District Court in Clark County, Nevada on March 16, 2023, seeking a declaratory judgment as to such matter. NYDIG filed a motion to dismiss in response to SCI's declaratory judgment complaint on April 13, 2023. SCI filed a response in opposition to NYDIG's motion to dismiss on April 27, 2023. The court heard oral arguments on May 16, 2023. On June 22, 2023, the court issued an order granting NYDIG's motion to dismiss, on the basis that the case was not ripe for decision, without prejudice. SCI intends to continue to vigorously defend any allegations regarding liability on account of NYDIG Defendants' debts and liabilities to NYDIG under their loan documents and intends to refile a declaratory judgment complaint against NYDIG. As of June 30, 2024, the Borrower has an outstanding principal balance of approximately $9.2 million and accrued interest and penalties of approximately $1.5 million. See Note 10 for further information in relation to the NYDIG litigation matter.

The ability to continue as a going concern is dependent upon the Company generating profitable operations in the future and/or obtaining the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. In the near term, management is evaluating and implementing different strategies to obtain financing to fund the Company's expenses and growth to achieve a level of revenue adequate to support the Company's current cost structure. Financing strategies may include, but are not limited to, stock issuances, project level equity, debt borrowings, partnerships and/or collaborations. If the Company is unable to meet its financial obligations, it could be forced to restructure or refinance, seek additional equity capital or sell its assets. The Company might then be unable to obtain such financing or capital or sell its assets on satisfactory terms. There can be no assurance that additional financing will be available to the Company when needed or, if available, that it can be obtained on commercially reasonable terms. If the Company is not able to obtain the additional financing on a timely basis, if and when it is needed, it will be forced to delay or scale down some or all of its development activities or perhaps even cease the operation of its business.

In addition to the Company's cash on hand for available use of approximately $9.6 million as of June 30, 2024, the Company will need additional capital raising activities, to meet its capital expenditure needs for its current pipeline and other operational needs. The Company in fiscal year 2024 will continue to look to evaluate different strategies to obtain financing to fund operations. However, management cannot provide any assurances that the Company will be successful in accomplishing additional financing or any of its other plans. These financial statements do not include any adjustments related to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.

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Basis of Presentation

	6 Months Ended Jun. 30, 2024
Accounting Policies [Abstract]	
Basis of Presentation	

2. Basis of Presentation

In the opinion of management, the Company's condensed consolidated financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the results for the periods presented in accordance with United States of America's Generally Accepted Accounting Principles ("U.S. GAAP"). The results of operations for the interim periods presented are not necessarily indicative of results for the full year.

Certain information and footnote disclosures normally included in the annual consolidated financial statements prepared in accordance with U.S. GAAP have been condensed or omitted. These unaudited condensed consolidated financial statements should be read in conjunction with the Company's audited consolidated financial statements and notes thereto included in the Company's Annual Report on

Form 10-K for the year ended December 31, 2023 ("the Annual Report").

The information presented in the accompanying condensed consolidated balance sheet as of December 31, 2023 has been derived from the Company's audited consolidated financial statements. All other information has been derived from the Company's unaudited condensed consolidated financial statements for the three and six months ended June 30, 2024 and June 30, 2023.

Principles of Consolidation

The condensed consolidated financial statements include the accounts of the Company and its subsidiaries, including the Company's variable interest entities disclosed in Note 15. All intercompany balances and transactions are eliminated in consolidation.

Reverse Stock Split

On October 11, 2023, the Company filed a Certificate of Change (the "Certificate of Change") effecting a reverse stock split as of 5:00 p.m. Eastern Standard Time on October 13, 2023 with a ratio of 1-for-25 (the "Reverse Split"). The Company's common stock began trading on a post-split basis under the Company's existing trading symbol, "SLNH," when the market opened on October 16, 2023. The reverse stock split was approved by the Board of Directors and by shareholders at the annual meeting of the stockholders on June 29, 2023. At the effective time, every 25 issued and outstanding shares of the Company common stock was converted automatically into one share of the Company's common stock without any change in the par value per share. The Reverse Split did not change the number of shares of common stock authorized for issuance. No fractional shares were outstanding following the Reverse Split. Any holder who would have received a fractional share of common stock was automatically entitled to receive an additional fraction of a share of common stock to round up to the next whole share.

The primary goal of the Reverse Stock Split was to increase the per share price of the Common Stock in order to meet the minimum per share price requirement of $1.00 for continued listing on the Nasdaq. On October 30, 2023, the Company received a notice of compliance from NASDAQ.

In addition, effective as of the same time as the Reverse Split, proportionate adjustments were made to all then-outstanding equity awards, warrants and convertible securities with respect to the number of shares of common stock subject to such award or security and the exercise or conversion price thereof. Furthermore, the number of shares of common stock available for issuance under the Company's equity incentive plans has been proportionately adjusted for the Reverse Split ratio, such that fewer shares will be subject to such plans. Furthermore, proportionate adjustments were made to the conversion factor at which the Company's Series B Preferred Stock, par value $0.0001 per share (the "Series B Preferred Stock"), may be converted to Common Stock. The total number of shares of Series B Preferred Stock of the Company authorized for issuance remained at 187,500.

The effects of the Reverse Stock Split have been reflected in these financial statements and the accompanying footnotes for all periods presented, which includes adjusting the description of any activity that may have been transacted on a pre-Reverse Stock Split basis.

Cash and Cash Equivalents

Cash and cash equivalents consist of cash and highly liquid short-term investments with original maturities of less than three months.

Restricted Cash

Restricted cash relates to cash that is legally restricted as to withdrawal and usage or is being held for a specific purpose and thus not available to the Company for immediate or general business use. As of June 30, 2024, the Company had restricted cash of approximately $3.0 million, in which $2.0 million was classified as current and $1.0 million was classified as non-current. As of December 31, 2023, the Company had restricted cash of approximately $4.0 million, in which $3.0 million was classified as current and $1.0 million was classified as non-current. The balance in restricted cash relates to funds held in escrow accounts due to sales of equipment that were executed, in which the Company can release to the convertible noteholders only if they request their share of funds. If no funds are distributed to the convertible noteholders from the escrow account by January 24, 2025, the funds may be used for general purposes for the Company. In addition, there was a restricted deposit held with a customer that was for less than 12 months. The Company has a long-term restricted cash balance in relation to a collateralized deposit.

Deposits and Credits on equipment

As of June 30, 2024 and December 31, 2023, the Company had approximately $3.1 million and $1.0 million, respectively, in deposits and credits on equipment that had not yet been received by the Company. Once the Company receives such equipment in the subsequent period, the Company will reclassify such balance into Property, Plant, and Equipment. Included in these balances is a credit on equipment of $975 thousand which is restricted to be used on future purchases by September 1, 2024 ("expiration date"). The Company notes that if an order is not executed by the expiration date, the credit would be forfeited. The Company intends to utilize the full credit balance for future orders prior to the expiration date.

Warrant Liability

Under the guidance in ASC 815, *Derivatives and Hedging* (ASC 815), certain Company warrants associated with the Fourth Amendment on February 28, 2024 did not meet the criteria for equity treatment, due to being subject to shareholder approval. As such, the warrants were recorded on the balance sheet at fair value. This valuation was subject to re-measurement at each balance sheet date. With each re-measurement, the warrant valuation was adjusted to fair value, with the change in fair value recognized in the Company's condensed consolidated statement of operations. On May 30, 2024, shareholder approval was obtained removing the cap containment provision, and as such, the liability accounting treatment was no longer required. Since all other criteria were met to be treated as an equity, the Company adjusted the warrant liability as of the date of shareholder approval and reclassified balance to equity. As such, the Company accounted for the change in the fair value of the warrant liability as of the date of the shareholder approval (May 30, 2024).

As discussed in Footnote 8, on June 20, 2024, Soluna AL Cloudco, LLC (the "Company"), a subsidiary of Soluna Cloud, Inc ("Cloud"), entered into a Promissory Note Agreement of $12.5 million with an accredited investor. In consideration of entering into the promissory note, Cloud provided warrants to the accredited investor. Since the warrants were determined to not be indexed to the Company's own stock under ASC 815-40-15, and since the warrants to be delivered upon exercise are not readily convertible to cash, they do not meet the net settlement criteria within ASC 815-10-15-83. While Soluna Holdings, Inc is publicly traded, the shares provided are specific to Soluna Cloud, Inc, which is a subsidiary of Soluna Holdings, Inc. The shares of Soluna Cloud, Inc are not publicly traded and therefore the common stock underlying the warrant is not readily convertible to cash. Further evaluation of the Warrants under ASC 815-10 was required to determine if the Warrants meet the definition of a derivative. Since the warrants do not meet the definition of a derivative instrument, the warrants are classified as a liability that are required to be adjusted to fair market value.

Reclassification

Certain prior year amounts have been reclassified for consistency with the current year presentation. These reclassifications had no effect on the reported results of operations or net assets.

Correction of an Error

While preparing the Company's Form 10-K for the year ended December 31, 2023, the Company identified the following errors related to the presentation of basic and diluted Earnings Per Share ("EPS") in its historical filing for the year ended December 31, 2022, and for the quarters ended March 31, 2023, June 30, 2023, and September 30, 2023:

- Inclusion of the net income/loss from noncontrolling interest in the numerator;
- Inclusion of the cumulative undeclared preferred dividends in the numerator;
- Exclusion of shares issued for little or no cash consideration (ie: penny warrants) in the denominator.

In accordance with SEC Staff Accounting Bulletin No. 99, "Materiality," and SEC Staff Accounting Bulletin No. 108, "Considering the Effects of Prior Year Misstatements when Quantifying Misstatements in Current Year Financial Statements;" the Company evaluated the errors and has determined that the related impacts were not material to any prior annual or 10-Q report, but that correcting the cumulative impact of such errors would be significant to our EPS for the year ended December 31, 2023. Accordingly, the Company has corrected such immaterial errors by adjusting its December 31, 2022 consolidated statement of operations related to the calculation of earnings per share. The Company also corrected previously reported interim financial information for such immaterial errors in future filings, as applicable. The following summarizes the effect of the revision on each financial statement line item.

The following analysis provides a comparison amongst the basic and diluted EPS as reported on the Form 10-Q for the quarters ended June 30, 2023, and September 30, 2023, and the final revised basic and diluted EPS calculation to correct all identified errors:

	For the three months ended June 30, 2023			For the six months ended June 30, 2023		
	(1) As Reported	As Revised	Change	(1) As Reported	As Revised	Change
Basic and Diluted net loss per share	$ (8.44)	$ (9.54)	$ (1.10)	$ (17.14)	$ (19.74)	$ (2.60)

(1) Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for- 25 that became effective October 13, 2023. See Note 2, "Basis of Presentation," for details.

	For the three months ended September 30, 2023			For the nine months ended September 30, 2023		
	As Reported	As Revised	Change	As Reported	As Revised	Change
Basic and Diluted net loss per share	$ (4.40)	$ (5.96)	$ (1.56)	$ (20.11)	$ (24.16)	$ (4.05)

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Accounts Receivable, net

6 Months Ended
Jun. 30, 2024

Receivables [Abstract]

Accounts Receivable, net

3. Accounts Receivable, net

Accounts receivables consist of the following at:

(Dollars in thousands)	June 30, 2024	December 31, 2023
Data hosting	$ 1,892	$ 2,456
Related party receivable	8	8
Demand response service receivable	1,436	268
Proprietary mining Coinbase receivable	98	216
Other	244	-
Allowance for expected credit losses	(244)	-
Total	$ 3,434	$ 2,948

The Company's allowance for expected credit loss was $244 as of June 30, 2024 and $0 as of December 31, 2023. In the three months ended June 30, 2024, one of the Company's borrower from a note receivable was having financial difficulty and securing financing, as such the Company fully reserved the note balance and incurred a provision on credit loss of approximately $244 thousand.

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Property, Plant and

6 Months Ended

Equipment	Jun. 30, 2024
Property, Plant and Equipment [Abstract]	
Property, Plant and Equipment	**4. Property, Plant and Equipment**

Property, plant and equipment consist of the following at:

(Dollars in thousands)	June 30, 2024	December 31, 2023
Land and land improvements	$ 1,553	$ 1,538
Buildings and leasehold improvements	25,361	25,369
Computers and related software	11,456	11,764
Machinery and equipment	9,104	9,054
Office furniture and fixtures	35	28
Construction in progress	817	1,111
	48,326	48,864
Less: Accumulated depreciation	(6,854)	(4,292)
	$ 41,472	$ 44,572

Depreciation expense was approximately $1.5 million and $547 thousand for the three months ended June 30, 2024 and 2023, respectively. Depreciation expense was approximately $3.1 million and $1.2 million for the six months ended June 30, 2024 and 2023, respectively

The Company had a loss on sale of equipment of approximately $21 thousand for both the three and six months ended June 30, 2024, in which related to equipment held for sale and in storage. The Company received proceeds on the sale of equipment $145 thousand for the three months ended June 30, 2024, in which the net book value was approximately $166 thousand. The Company received proceeds on the sale of equipment of approximately $215 thousand for the six months ended June 30, 2024, in which the net book value was approximately $236 thousand.

The Company has a gain on sale of equipment of approximately $48 thousand for the three months ended June 30, 2023 and a loss on sale of equipment of approximately $31 thousand for the six months ended June 30, 2023. In January 2023, the Company sold M20 and M21 miners for a loss on sale of equipment of approximately $82 thousand in which the Company received proceeds of $213 thousand for our M20 and M21 miners which were previously reported as held for sale as of December 31, 2022, in which had a net book value of $295 thousand. There were additional proceeds of $36 thousand in March 2023, in which resulted in a gain of approximately $3 thousand of scrap and other equipment. This was offset with a gain on sale of approximately $48 thousand in relation to the sale of M30 miners in May and June of 2023, which the Company sold the miners for a higher value than the current net book value. The Company received proceeds of approximately $561 thousand in which the miners had a net book value of approximately $513 thousand. In addition, the Company sold Switchgear and M31 miners for cash proceeds of approximately $476 thousand in which no gain or loss was recognized as the switchgear and miners were sold at net book value.

There were no impairment charges for the three months ended June 30, 2024. During the six months ended June 30, 2024, the Company had impairment charges of approximately $130 thousand. This charge related to the sale of S19 miners that occurred in April 2024, whereas the Company wrote down the net book value of the miners to the subsequent sales price. The Company had impairment charges of approximately $169 thousand for the three months ended June 30, 2023 due to revaluing the S19 miners to the current market conditions. During the six months ended June 30, 2023, the Company had impairment charges of approximately $377 thousand in which related to impairment of approximately $165 thousand for power supply units (PSUs) at the Sophie location and $43 thousand for M31 miners in which were subsequently sold in April 2023, in which the Company wrote down the net book value to subsequent sale price.

Equipment held for sale

In April 2023, Project Sophie entered into a 25 MW hosting contract with a sustainability-focused Bitcoin miner, which shifted the Company's business model at Project Sophie from proprietary mining to hosting Bitcoin miners for the customer. The Company sold all but approximately $107 thousand of the Project Sophie miners during 2023 and, for the six months ended, June 30, 2024, the Company has sold all remaining Sophie assets held for sale for approximately $82 thousand. In March 2024, Project Dorothy 1B began to look to sell certain miners due to interest from third parties and sold $133 thousand of miners that were included as equipment held for sale as of March 31, 2024, therefore there is no remaining balance related to Dorothy 1B as of June 30, 2024. A balance of approximately $28 thousand in remaining outstanding as of June 30, 2024 related to Marie assets.

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Asset Acquisition	6 Months Ended Jun. 30, 2024
Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract]	
Asset Acquisition	**5. Asset Acquisition**

As discussed above, on October 29, 2021, we completed the Soluna Callisto acquisition pursuant to an Agreement and Plan of Merger dated as of August 11, 2021, by and among the Company, SCI and Soluna Callisto (the "Merger Agreement"). The purpose of the transaction was for SCI to acquire substantially all of the assets (other than those assets physically located in Morocco) formerly held by HEL, which assets consisted of Soluna Callisto's existing pipeline of certain cryptocurrency mining projects that HEL previously transferred to Soluna Callisto and to provide SCI with the opportunity to directly employ or retain the services of four individuals whose services it had retained through HEL prior to the merger. As a result of the merger, each share of common stock of Soluna Callisto issued and outstanding immediately prior to the effective time of the merger, other than shares owned by the Company or any of our subsidiaries, was canceled and converted into the right to receive a proportionate share of up to 118,800 shares (the "Merger Shares") of the Company's common stock payable upon the achievement of certain milestones within five years after the effective date in the merger, as set forth in the merger agreement and the schedules thereto (the "Merger Consideration"). See Note 11 for further information regarding our relationship with HEL.

The acquisition was accounted for, for purposes of U.S. GAAP, using the asset acquisition method of accounting under the ASC 805-50. We determined that we acquired in the acquisition a group of similar identifiable assets (primarily, the "strategic pipeline contract" of certain cryptocurrency mining projects), which it classified as an intangible asset for accounting purposes. As a result, our acquisition of the set of assets and activities constituted an asset acquisition, as opposed to a business acquisition, under ASC 805. ASC 805-50 provides that assets acquired in an asset acquisition are measured based on the costs of the acquisition, which is the consideration that the acquirer transfers to the seller and includes direct transaction costs related to the acquisition. We include Soluna Callisto's results of operations in our results of operations beginning on the effective date of the acquisition.

Merger Consideration

The fair value of the Merger Consideration includes various assumptions, including those related to the allocation of the estimated value of the maximum number of Merger Shares (118,800) issuable as Merger Consideration, which issuance is contingent on the achievement of certain milestones of generating active Megawatts from Qualified Projects in which the Cost Requirement is satisfied within five years after the effective date of the merger, as set forth in the Merger Agreement and the schedules thereto, as set forth below. The Merger Consideration and the timing of the payment thereof is subject to the following qualifications and limitations:

1a) Upon the Company achieving each one active MegaWatts ("Active MWs") from the projects in which the cost requirement is satisfied, this will cause SHI to issue to HEL 792 shares for each one MW up to a maximum 150 Active MW.

i. If, on or before June 30, 2022, SCI or Soluna Callisto directly or indirectly achieves at least 50 active MWs from one or more of three current projects as set forth in the Merger Agreement that satisfy the Cost Requirement as defined within the Merger Agreement, then the Merger Shares will be issued at an accelerated rate of 1,188 Merger Shares for each of such first 50 Active MW, such that the Merger Shares in respect of the remaining 100 Active MWs (if any) will be issued at a reduced rate of 594 Merger Shares per Active MW (see below for extension and issuance of a proportion of shares);

ii. If, by June 30, 2023, SCI or Soluna Calisto fail to achieve directly or indirectly (other than pursuant to a Portfolio Acquisition) at least 50 Active MW from Projects that satisfy the Cost Requirement, then the maximum aggregate number of Merger Shares shall be reduced from 118,800 to 59,400 (see below for extension and issuance of a proportion of shares);

iii. No Merger Shares will be issued to HEL without the Company's prior written consent;

iv. Issuance of the Merger Shares will also be subject to the continued employment with or engagement by SCI or the surviving corporation of (A) John Belizaire and (B) at least two of Dipul Patel, Mohammed Larbi Loudiyi, (through ML&K Contractor), and Phillip Ng at the time that such Merger Shares are earned. If both (A) and (B) cease to be satisfied on or prior to the date that all Merger Shares are earned (such date, a "Trigger Date"), then "Qualified Projects" for purposes of determining Merger Shares shall only apply to those Qualified Projects that are in the pipeline as of the Trigger Date. For these purposes, if any such individual's employment or service relationship with SCI is terminated without cause, as a result of his death or disability, or with good reason (as such terms are defined in the employment and consulting agreements), such individual shall be deemed to continue to be employed or engaged by SCI for these purposes;

v. If SHI or SCI consummates a Change of Control before the fifth anniversary of the date of the closing of the merger, then we will be obligated to issue all of the unissued Merger Shares (subject to (ii) and (iii) above). The Merger Agreement defines "Change of Control" as (A) the sale, exchange, transfer, or other disposition of all or substantially all of the assets of us or SCI, (B) our failure to continue to own (directly or indirectly) 100% of the outstanding equity securities of SCI and/or the surviving corporation, or (C) a merger, consolidation, or other transaction in which the holders of SHI's, SCI's, or the surviving corporation's outstanding voting securities immediately prior to such transaction own, immediately after such transaction, securities representing less than 50% of the voting power of the corporation or other entity surviving such transaction (excluding any such transaction principally for bona fide equity financing purposes, so long as, in the case of SHI or SCI (but not the surviving corporation) such transactions, individually and in the aggregate, do not result in a change in membership of such entity's board of directors so that the persons who were members of the board of directors immediately prior to the first such transaction constitute less than 50% of the board membership at any time after such transaction(s) are consummated). Notwithstanding the foregoing, a transaction shall not constitute a Change of Control if its sole purpose is to change the state of SHI's or SCI's incorporation or to create a holding company that will be owned in the same proportions by the persons who held SHI's or SCI's securities immediately prior to such transaction; and

vi. if on any of the fifth anniversary of the effective time of the merger, a facility has not become a Qualified Facility and therefore is not taken into consideration in the calculation of Active MW because any of the elements set forth in the definition of "Qualified Facility" as defined in the Merger Agreement have not been met for reasons beyond the reasonable control of SCI's management team, but SCI's management team is then actively engaged in the process of completing and is diligently pursuing the completion of the missing elements, then (A) the target dates set forth above shall be extended for an additional 90 days, and (B) additional extensions of time may be granted by the Board of Directors in its commercially reasonable discretion, in each case for the purpose of enabling SCI's management team to complete the steps needed to qualify the facility as a Qualified Facility.

On April 11, 2023, the Board reviewed and approved the progress of SCI's management team in qualifying facilities as Qualified Facilities and discussed an extension of the date in Section 2.7(a)(ii)(A) of the Merger Agreement to December 31, 2023 (previously was June 30, 2022), and an extension of the date in Section 2.7(a)(ii)(B) of the Merger Agreement to June 30, 2024 (previously was June 30, 2023). As of June 30, 2024, the Company has met the active 50 MW criteria.

Due to conditions being met within the Merger Agreement in relation to energization and retention of employees, the Company has advised SCI US Holdings LLC, a Delaware limited liability company, who is the sole Effective Time Holder (as defined in the Merger Agreement) of the right to receive the Merger Shares and that 19,800 and 39,600 Merger Shares were issued on May 26, 2023 and October 10, 2023. SCI US Holdings LLC has consented to the issuance of such Merger Shares as required under the Merger Agreement and has directed the Company to issue such Merger Shares to its affiliate, HEL. Following the issuance of the 59,400 Merger Shares, a total of 59,400 Merger Shares remains available for possible issuance pursuant to the terms of the Merger Agreement.

The number of Merger Shares is also subject to customary anti-dilution adjustments in the event of any stock split, stock consolidation, stock dividend, or similar event involving the shares of our common stock. Based on the assessment performed, the fair value of the merger consideration as of October 29, 2021 was approximately $33.0 million.

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Intangible Assets

6 Months Ended
Jun. 30, 2024

Goodwill and Intangible Assets Disclosure [Abstract]

Intangible Assets

6. Intangible Assets

Intangible assets consist of the following as of June 30, 2024:

(Dollars in thousands)	Intangible Assets	Accumulated Amortization	Total
Strategic pipeline contract	$ 46,885	$ 25,005	$ 21,880
Assembled workforce	500	267	233
Patents	229	14	215
Total	$ 47,614	$ 25,286	$ 22,328

Intangible assets consist of the following as of December 31, 2023:

(Dollars in thousands)	Intangible Assets	Accumulated Amortization	Total
Strategic pipeline contract	$ 46,885	$ 20,317	$ 26,568
Assembled workforce	500	216	284
Patents	165	10	155
Total	$ 47,550	$ 20,543	$ 27,007

Amortization expense for the three and six months ended June 30, 2024 and 2023 was approximately $2.4 million and $4.7 million.

The strategic pipeline contract relates to supply of a critical input to our digital mining and hosting business. The Company has analyzed this strategic pipeline contract similar to a permit for future benefit. The strategic pipeline contract relates to potential renewable energy data centers that fit in the alignment of the Company structure to expand operations of the Company's new focus in their business.

The Company expects to record amortization expense of intangible assets over the next five years and thereafter as follows:

(Dollars in thousands) Year	2024
2024 (remainder of the year)	$ 4,744
2025	9,488
2026	7,908
2027	11
2028	11
Thereafter	166
Total	$ 22,328

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Income Taxes

6 Months Ended
Jun. 30, 2024

Income Tax Disclosure [Abstract]

Income Taxes

7. Income Taxes

During the three and six months ended June 30, 2024, the Company's effective income tax rate was 7.1% and 7.6%, and for the three and six months ended June 30, 2023, the Company's effective tax rate was 4.5% and 6.1%. The projected annual effective tax rate is less than the Federal statutory rate of 21%, primarily due to the change in the valuation allowance, as well as changes to estimated taxable income for 2024 and permanent differences. There was $714 thousand and $544 thousand deferred income tax benefit for the three months ended June 30, 2024 and 2023, offset with a $65 thousand and $0 current tax expense for the three months ended June 30, 2024 and 2023. There was $1.3 million and $1.1 million deferred income tax benefit for the six months ended June 30, 2024 and 2023, offset with a $65 thousand and $0 current tax expense for six months ended June 30, 2024 and 2023.

In connection with the strategic contract pipeline acquired in the acquisition as further discussed in Note 5, ASC 740-10-25-51 requires the recognition of a deferred tax impact of acquiring an asset in a transaction that is not a business combination when the amount paid exceeds the tax basis on the acquisition date. As such, the Company is required to adjust the value of the strategic contract pipeline by approximately $10.9 million at inception date, in which was recorded as a deferred tax liability and this amount will be amortized over the life of the asset. For the three and six months ended June 30, 2024 and 2023, the Company amortized $547 thousand and $1.1 million.

The Company provides for recognition of deferred tax assets if the realization of such assets is more likely than not to occur in accordance with accounting standards that address income taxes. Significant management judgment is required in determining the period in which the reversal of a valuation allowance should occur. The Company has considered all available evidence, both positive and negative, such as historical levels of income and future forecasts of taxable income amongst other items, in determining its valuation allowance. In addition, the Company's assessment requires us to schedule future taxable income in accordance with accounting standards that address income taxes to assess the appropriateness of a valuation allowance which further requires the exercise of significant management judgment.

The Company believes that the accounting estimate for the valuation of deferred tax assets is a critical accounting estimate because judgment is required in assessing the likely future tax consequences of events that have been recognized in our financial statements or tax returns. The Company based the estimate of deferred tax assets and liabilities on current tax laws and rates and, in certain cases, business plans and other expectations about future outcomes. In the event that actual results differ from these estimates, or the Company adjusts these estimates in future periods, the Company may need to adjust the recorded valuation allowance, which could materially impact our financial position and results of operations. The Company has a full valuation allowance for the deferred tax asset of $37.2 million and $36.8 million on June 30, 2024 and December 31, 2023, respectively. We will continue to evaluate the ability to realize our deferred tax assets and related valuation allowance on a quarterly basis.

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Debt

6 Months Ended
Jun. 30, 2024

Debt Disclosure [Abstract]

Debt

8. Debt

Convertible Notes Payable

Debt consists of the following

(Dollars in thousands):	Maturity Date	Interest Rate	June 30, 2024	December 31, 2023
Convertible Note	January 24, 2025	*18%	$ 7,851	$ 8,474

* Default interest was waived on March 10, 2023, and no further default interest applied on the Convertible Note for the remainder of the year.

On October 25, 2021, pursuant to a Securities Purchase Agreement (the "October SPA"), the Company issued to certain accredited investors (the "Noteholders") (i) secured convertible notes in an aggregate principal amount of $16.3 million for an aggregate purchase price of $15 million (collectively, the "October Secured Notes"), which were, subject to certain conditions, convertible at any time by the investors, into an aggregate of 1,776,073 shares of the Company's common stock, at a price per share of $9.18 and (ii) Class A, Class B and Class C common stock purchase warrants (collectively, the "October Warrants") to purchase up to an aggregate of 1,776,073 shares of common stock, at an initial exercise price of $12.50, $15 and $18 per share, respectively. The October Warrants are legally detachable and can be separately exercised immediately for five years upon issuance, subject to applicable Nasdaq rules.

The October Secured Notes, subject to an original issue discount of 8%, had a maturity date (the "Maturity Date") of October 25, 2022, which was extended to April 25, 2023 pursuant to the Addendum Amendment (as defined below), upon which date the October Secured Notes shall be payable in full. Commencing on the Maturity Date and also five (5) days after the occurrence of any Event of Default (as defined in the October Secured Notes), interest on the October Secured Notes will accrue at an interest rate equal to the lesser of 18% per annum or the maximum rate permitted under applicable law. If any Event of Default or a Fundamental Transaction (as defined in the October Secured Notes) or a Change of Control (as defined in the October Secured Notes) occurs, the outstanding principal amount of the October Secured Notes, liquidated damages and other amounts owing in respect thereof through the date of acceleration, will become, at the Noteholder's election, immediately due and payable in cash at the Mandatory Default Amount (as defined in the October Secured Notes). Under the original terms, the October Secured Notes could not be prepaid, redeemed or mandatorily converted without the consent of the Noteholders. The obligations of the Company pursuant to the October Secured Notes are (i) secured to the extent and as provided in the Security Agreement, dated as of October 25, 2021, by and among the Company, MTI Instruments (a former subsidiary of SHI in which was sold in April 2022), and SCI, Soluna MC, LLC and Soluna SW, LLC (both of which are wholly owned subsidiaries of SCI, and together with MTI Instruments and SCI, the "Subsidiary Guarantors"), and Collateral Services LLC (the "Collateral Agent"), as collateral agent for the Noteholders; and (ii) guaranteed, jointly and severally, by the Subsidiary Guarantors pursuant to each Subsidiary Guaranty, dated as of October 25, 2021, by and among each Subsidiary Guarantor and the Noteholders signatory to the October SPA, subject to subsequent modifications pursuant to the Addendum, the Addendum Amendment and the NYDIG Transactions.

On July 19, 2022 and on September 13, 2022, the Company entered into an Addendum and Addendum Amendment in which adjusted the terms such as maturity date, conversion prices, and the issuance of new warrants to the Noteholders. Pursuant to the Addendum and Addendum Amendment, the Company evaluated whether the new addendums qualified as debt modification or debt extinguishment, and based on ASC 470, Debt, the Company determined the Addendum and Addendum Amendment to fall under Debt Extinguishment and the Company would be required to fair value the new debt, and in turn write off the existing debt on the books.

Following the debt extinguishment on July 19, 2022 as noted further above, the Convertible Notes will be accounted for under the fair value method on a recurring basis upon issuance (e.g., upon execution of the Addendum) per guidance within ASC 480, and at each subsequent reporting period, with changes in fair value reported in earnings. Although the Notes are not being accounted for under 825-10, the substance of the debt is considered to be the same and is therefore considered outside the scope of ASC 470-60. As such, the Company performed a fair value analysis of the Convertible Notes. For the year-ended December 31, 2023 and quarter-ended June 30, 2024, the Company ran Monte Carlo simulations for the expected conversion dates of the Convertible Notes using risk free rates, annual volatility, daily trading volumes, likely conversion profiles, and other assumptions based on principal and accrued interest as of the period ends. The Company determined the fair value of the Convertible Notes uses certain Level 3 inputs.

Changes in Level 3 Financial Liabilities Carried at Fair Value

(in thousands)	
Balance, January 1, 2023	$ 12,254
Conversions of debt (January 2023- March 31, 2023)	(1,395)
Total revaluation gains (January 2023- March 31, 2023)	(473)
Balance, March 31, 2023	10,386
Conversions of debt (April 1, 2023- June 30, 2023)	(400)
Total revaluation losses (April 1, 2023- June 30, 2023)	724
Balance June 30, 2023	10,710
Conversions of debt (July 1, 2023- December 31, 2023)	(4,219)
Total revaluation losses (July 1, 2023- December 31, 2023)	1,983
Balance December 31, 2023	8,474
Conversions of debt (January 1, 2024- March 31, 2024)	(1,023)
Total revaluation gains (January 1, 2024- March 31, 2024)	(1,235)
Balance March 31, 2024	6,216
Conversions of debt (April 1, 2024- June 30, 2024)	(2,689)
Extension fee	325
Total revaluation losses (April 1, 2024- June 30, 2024)	3,999
Balance June 30, 2024	$ 7,851

For the three and six months ended June 30, 2024, the Company had approximately $2.7 million and $3.7 million of note conversions with the Noteholders, approximately $4.0 million and $2.8 million in revaluation losses in relation to fair value assessments of the convertible debt, and a 4% note extension in June increasing the note balance by approximately $325 thousand. As of June 30, 2024, the Company had a fair value outstanding balance of approximately $7.9 million and a principal outstanding value of approximately $5.3 million. For the three and six months ended June 30, 2023, the Company had approximately $400 thousand and $1.8 million of note conversions with the Noteholders and approximately $724 thousand and $251 thousand revaluation losses due to fair value assessments of the convertible debt.

The following table represents the significant and subjective fair value assumptions used for Convertible Notes during the six months ended June 30, 2024:

	Six months ended June 30, 2024
Stock price	$ 2.88 – 6.09
Conversion price	$ 3.78
Volatility	90.0 – 115%
Risk-free interest rate	5.31- 5.46%

The events of default stated in the Notice of Acceleration and Repossession defined below with NYDIG Financing constituted a cross-default under the terms of secured convertible notes issued to the Noteholders. In addition to such cross-default, the failure of the Company pursuant to the Addendum dated as of July 19, 2022, to escrow an aggregate amount of $950,000 for the benefit of the Noteholders by December 21, 2022, constituted an event of default under the Notes. Due to the default, the Company accrued interest at a rate of 18% which amounted to $617 thousand as of March 10, 2023. On March 10, 2023, the Company entered into a Second Addendum Amendment with the Noteholders, in which the Company paid the accumulated default accrued interest of $617 thousand using the restricted escrow accounts and contemporaneously with the payment, the Noteholders waived all existing events of default arising under the convertible notes.

On May 11, 2023, the Company entered into a Second Amendment Agreement (the "Second Amendment") with the holders of its October Secured Notes to extend the maturity date of the October Secured Notes to July 25, 2024. In connection with the Second Amendment, the Company paid an extension fee of $250,000 and increased the principal amount of the outstanding October Secured Notes by 14%. The Company also issued 240,000 new Class A warrants exercisable at $12.50 and 80,000 new Class B warrants exercisable at $20.00.

Subject to the Equity Conditions (as defined below), upon each trigger set forth below, the Company is allowed, once per trigger, require the Note holders to convert up to 20% percent of the outstanding amount of the October Secured Notes as:

(i) the Company's Common Stock trades for 10 consecutive days at or above $12.50 per share and at least 40,000 shares trade on each day.

(ii) the Company's Common Stock trades for 10 consecutive days at or above $17.50 per share and at least 40,000 shares trade on each day.

(iii) the Company's Common Stock trades for 10 consecutive days at or above $22.50 per share and at least 40,000 shares trade on each day.

The Equity Condition is met if all of the following conditions have been satisfied: (i) the shares of Common Stock issuable upon the conversion are either registered under the Securities Act of 1933 or resellable under Rule 144 thereunder without any volume restrictions, (ii) the number of shares issuable to each Note holder are below 4.99% of the outstanding shares, (iii) at least 20 trading days has elapsed since the previous mandatory conversion, (iv) the Company is current in all the SEC filings, and (v) the Company has obtained all required approvals from NASDAQ, or any successor trading market, to list the Common Stock to be issued upon such conversion.

On November 20, 2023, the Company and the Noteholders entered into a Third Amendment Agreement to amend the Notes, the October SPA and related agreements (collectively, the "Transaction Documents"). The aim is to facilitate future financings by the Company that may include funds for prepayment of the Notes by permitting the Company to force conversion of up to $1.5 million of the Notes under certain circumstances, reduce the prepayment penalty in return for reducing the conversion price of the $4.7 million of the Notes and reducing the exercise price of 150,000 of the Warrants to $0.01.

As provided in the original terms of the Notes, in the event the Company prepays the amounts owed under Notes, the Company must pay an additional 20% prepayment penalty. Under the new Transaction Documents, in the event the prepayment occurs between February 15, 2024 and July 24, 2024, prepayment penalty is reduced to 10%.

In addition, under the new Transaction Documents, the Company has the right to force the conversion of up to $1.5 million of face value of the Notes in whole or in part at any time up to the maturity date of the Notes, provided that at the time of such conversion the share price on the trading market on which the Company's shares is then listed exceeds $5.00 and a minimum volume of 50,000 traded each trading day for the five trading days immediately prior to such forced conversion.

As consideration for the reduction in the prepayment penalty and the new forced conversion right, the Company agreed that an aggregate $4.7 million of the Notes had the conversion price reduced to $3.78 per share and 150,000 of the Warrants had the exercise price reduced to $0.01 (the "Repriced Warrants"), provided that prior to February 1, 2024, for each $31.33 in Notes converted by a Noteholder, such Noteholder may exercise one Repriced Warrant and that on February 1, 2024, all Repriced Warrants became immediately exercisable.

On February 28, 2024 the Company and the Purchasers entered into a Fourth Amendment Agreement to amend the Notes, SPA and related agreements to facilitate future financings by the Company by amending the Transaction Documents as follows:

The Company shall be permitted to undertake at-the-market transactions in the future provided:

- No Event of Default shall have occurred and be continuing under the Notes; and
- The market price of the shares of common stock shall be at least the At-the-Market ("ATM") Floor Price. ATM Floor Price means $10 per share initially, which is reduced to $8 per share six months after the ATM is effective and $6 per share 12 months after the after the effective date of the ATM.

In addition, the Company will be permitted to unilaterally extend the maturity date of the Notes for two 3-Month extensions if prior to the then in effect maturity date the Company gives notice to the Purchasers and increases the principal amount of the Notes on the date of each such extension by two percent (2%) the principal amount of the Notes outstanding on the date of this Agreement per each extension.

In consideration of the foregoing, the Company:

- Reduced the conversion price of the Notes to $3.78 per share;
- The Purchasers received an aggregate of 850,000 three year warrants exercisable at $0.01 per share;
- An aggregate of 320,005 warrants held by the Purchasers had the exercise price reduced to $3.78 per share (the "$3.78 Warrants"); and
- An aggregate of 478,951 warrants held by the Purchasers had the exercise price reduced to $6.00 per share (the "$6.00 Repriced Warrants"). For every one $6.00 Repriced Warrant exercised by a Purchaser, such Purchaser shall receive 1.36 new five-year warrants with an exercise price of $0.01, 1.6 new five-year warrants with an exercise price of $4.20, and 1.6 new five-year warrants with an exercise price of $5.70.

In June 2024, pursuant to the Fourth Amendment Agreement, the Company exercised its right to extend the maturity date of the Senior Notes for an additional six months, or until January 24, 2025, in order to enable the Company to continue to pursue its significant project development opportunities for Soluna Cloud, Dorothy 2 and other projects. The extension of the notes caused an increase in the convertible note balance of approximately $325 thousand and the extension fee was recorded within "Other Expense, net" for the three and six months ended June 30, 2024.

The effect of the additional penny warrants, $3.78 warrants, and the $6.00 repriced warrants including additional warrants if exercised with the Noteholders, created a loss on debt extinguishment of approximately $5.8 million due to the fair value associated as of February 28, 2024. Such amounts were recorded as a loss on debt extinguishment and affected the Company's warrant liability and additional paid in capital balance account. Due to the requirement of the shareholder approval associated with the Fourth Amendment, the warrants associated will be treated as a liability and be revalued each quarter. In addition, a warrant revaluation was done at March 31, 2024, which created a gain on revaluation associated with the warrant liability of approximately $1.5 million. As of March 31, 2024, the Company had a warrant liability of approximately $6.0 million. On May 30, 2024, shareholder approval was obtained removing the cap containment provision for the warrants, and as such, the liability accounting treatment was no longer required. Since all other criteria were met to be treated as equity, the Company adjusted the warrant liability as of the date of shareholder approval and reclassified balance to equity. As such, the Company accounted for the change in the fair value of the warrant liability as of the date of the shareholder approval (May 30, 2024), in connection with its loss on revaluation of the warrant of approximately $1.6 million.

Pursuant to additional agreements with holders of another 51,618 outstanding warrants, similar adjustments with those warrants, resulted in a total adjustment to 530,569 warrants. As the 51,618 warrants were not with the Noteholders, the treatment of $6.00 repriced warrants was recorded as a deemed dividend and adjusted the Company's earnings per share calculation noted in Footnote 9 for the six months ended June 30, 2024. The fair value associated with the 51,618 warrants with non-Noteholders totaled approximately $386 thousand. On May 17, 2024, the Company permitted the holders of the Company's Amended Class C Warrants, previously exercisable at $6 per share, to exercise such warrants at a reduced exercise price of $4 per share, provided that each such holder exercised at least 61.83% of their Amended Class C Warrants by the close of business on May 17, 2024. The Company also agreed to reduce the exercise price on all remaining Amended Class C Warrants. The adjustment in the exercise price, resulted in an additional deemed dividend which amounted to approximately $66 thousand for the three months ended June 30, 2024.

On March 5, 2024, one of the Noteholders exercised 50 thousand warrants at the $6.00 repriced warrant value. As such, the Company issued 68 thousand $0.01 warrants, 80 thousand $4.20 warrants, and 80 thousand $5.70 warrants. As discussed above, the Amended Class C warrants were amended to an exercise price $4.00 per share. For the three months ended June 30, 2024, the Noteholders exercised an additional 428,951 shares, resulting in additional 583,373 shares of $0.01 warrants, 686,322 shares of $4.20 warrants, and 686,322 shares of $5.70 warrants.

The following table represents the significant fair value assumptions used for warrants issued or repriced during the six months ended June 30, 2024:

	Six months ended June 30, 2024

Stock price	$	2.88- 4.07
Exercise price	$	0.01- 20.00
Expected term in years		2.68 – 8.77
Expected dividend yield		0.00%
Volatility		110.0 – 137.50%
Risk-free interest rate		4.28- 4.44%

NYDIG Financing

(Dollars in thousands)	Maturity Dates	Interest Rate	January 1, 2024 - June 30, 2024	January 1, 2023 - December 31, 2023
NYDIG Loans #1-11	April 25, 2023 thru January 25, 2027*	12% thru 15%	$ 9,183	$ 10,546
Less: repossession of collateralized assets			—	(1,363)
Total outstanding debt			$ 9,183	$ 9,183

* Due to event of default- the entire NYDIG Financing became current, see note below.

On December 30, 2021, Soluna MC Borrowing 2021-1 LLC (the "Borrower"), an indirect wholly owned subsidiary of the Company entered into a Master Equipment Finance Agreement (the "Master Agreement") with NYDIG ABL LLC ("NYDIG") as lender, servicer and collateral agent (the "NYDIG facility"). The Master Agreement outlined the framework for a financing up to approximately $14.4 million in aggregate equipment financing. Subsequently, the parties negotiated the specific terms of each equipment financing transaction as well as the terms upon which the Noteholders would consent to the transactions contemplated by the Master Agreement.

On January 14, 2022, the Borrower effected an initial drawdown under the Master Agreement in the aggregate principal amount of approximately $4.6 million that bore interest at 14% and was to be repaid over 24 months. On January 26, 2022, the Borrower had a subsequent drawdown of $9.8 million. As part of the transactions contemplated under the Master Agreement, (i) the Company's indirect wholly owned subsidiary, Soluna MC LLC, formerly EcoChain Block LLC ("Guarantor"), which is the owner of 100% of the equity interests of Borrower, executed a Guaranty Agreement in favor of NYDIG, as lender, dated as of December 30, 2021 (the "Guaranty Agreement"), (ii) Borrower has granted a lien on, and security interest in, all of its assets to NYDIG, as collateral agent, (iii) Guarantor entered into an equipment financing arrangement on assets purchased with the borrowed funds, (iv) Borrower would borrow from NYDIG the loans as forth in certain loan schedules (the "Specified Loans"), and (v) Borrower had executed a Digital Asset Account Control Agreement (the "ACA Wallet Agreement") with NYDIG, as collateral agent and secured party, and NYDIG Trust Company LLC, as custodian, dated as of December 30, 2021, as well as such other agreements related to the foregoing as mutually agreed (collectively, the "NYDIG Transactions").

In connection with the NYDIG Transactions, on January 13, 2022, the Company entered into a Consent and Waiver Agreement, dated as of January 13, 2022 (the "Consent"), with the Noteholders, in connection with the October SPA, pursuant to which the Noteholders agreed to waive any lien on, and security interest in, certain assets, provided various contingencies are fulfilled, and each Noteholder who acquired October Secured Notes having a principal amount of not less than $3,000,000 agreed to waive its rights under Section 4.17 of the October SPA to participate in Subsequent Financings (as defined in the October SPA) with respect to the NYDIG Transactions and any additional loans under the MEFA that only finance the purchase of equipment from NYDIG, in order to consent to the NYDIG Transactions. Pursuant to the Consent, the Noteholders also waived the current requirement of the October SPA and the other transaction documents (collectively, the "SPA Documents") that the Borrower become an Additional Debtor (as defined in the Security Agreement) and execute an Additional Debtor Joinder (as defined in the Security Agreement) for so long as the Specified Loans were outstanding, and NYDIG would not have entered into a subordination or intercreditor agreement with respect to the Guaranty. Further, pursuant to the Consent, the Noteholders waived the right to accelerate the Maturity Date of the October Secured Notes and the right to charge a default rate of interest on such Notes, in each case, with respect to certain changes in names of, and jurisdiction of incorporation, of the Debtors (as defined in the SPA Documents), which waiver would not waive any other Event of Default (as defined in any of the SPA Documents), known or unknown, as of the date of Consent.

Promptly after the date of the Consent, the Company issued warrants to purchase up to 3,400 shares of common stock to the Noteholder holding the largest outstanding principal amount of October Secured Notes as of the date of the Consent. Such warrants were substantially in form similar to the other warrants held by the Noteholders. Such warrants were exercisable for three years from the date of the Consent at an exercise price of $237.50 per share. On December 5, 2022, the exercise price of the warrants was reduced to an exercise price of $19.00 per share, effective with the closing of the Securities Purchase Agreement Offering on December 5, 2022.

The Company, through the Borrower, was required to make average monthly principal and interest payments to NYDIG of approximately $730 thousand on initial drawdown in aggregate principal amount of approximately $4.6 million bearing interest at 14%, and a subsequent drawdown of $9.8 million.

On December 20, 2022, the Borrower received a Notice of Acceleration and Repossession (the "NYDIG Notice") from NYDIG with respect to the Master Agreement, by and between Borrower and NYDIG. The obligations of Borrower under the Master Agreement and reflected in the NYDIG Notice are ring-fenced to Borrower and its direct parent company, Soluna MC LLC. The Company is not a party to any guaranty, collateral agreement or other support agreement with or for the benefit of NYDIG.

The NYDIG Notice states that (a) Borrower failed to observe or perform certain covenants, conditions or agreements contained in the Master Agreement and such failure continued unremedied for a period of ten days after Borrower's knowledge of such breach, which resulted in an event of default under the Master Agreement, and (b) Borrower defaulted under the guaranty, collateral agreement, or other support agreement, which resulted in an event of default under the Master Agreement. In addition, the NYDIG Notice states that Borrower failed to pay certain payments of principal and interest under the Master Agreement when due, which failure also constituted an event of default under the Master Agreement. As a result of the foregoing events of default, and pursuant to the Master Agreement, NYDIG (x) declared the principal amount of all loans due and owing under the Master Agreement and all accompanying Loan Documents (as defined in the Master Agreement) to be due and immediately payable, (y) imposed a default rate of interest on any outstanding principal amount of each loan (together with all then unpaid interest accruing thereon) and all other obligations under the Master Agreement and the Loan Documents, and (z) demanded the return of all equipment subject to the Master Agreement and the Loan Documents. As such, the principal balance of $10.5 million became due immediately and the Borrower was to bear interest, at a rate per annum equal to 2.0% plus the rate per annum otherwise applicable to such obligations set forth in the Master Agreement. Also, as the Company was not able to obtain a waiver, the outstanding deferred financing costs were written off. As of December 31, 2022, the Borrower had incurred accrued interest and penalty of approximately $274 thousand. On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, and repossessed the collateralized assets that totaled approximately $3.4 million, in which approximately $560 thousand was first used to pay off accrued interest and penalty to date. On September 5, 2023, NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIG's motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. The Company applied the per diem interest rate agreed upon with the summary judgement for the three and six months ended June 30, 2024 and recorded interest expense of approximately $361 thousand and $723 thousand and has an outstanding interest and penalty accrual of approximately $1.5 million recorded within "Accrued Liabilities" as of June 30, 2024. See Note 10 for further information in relation to the NYDIG litigation matter.

Loan and Security Agreement

Navitas Term Loan

(Dollars in thousands)	Maturity Date	Interest Rate	January 1, 2024- June 30, 2024	May 9, 2023- December 31, 2023
Term Loan and capitalized interest (excludes debt issuance cost)	May 9, 2025	15%	$ 1,707	$ 2,254
Less: principal and capitalized interest payments			(1,234)	(547)
Less: debt issuance costs			(13)	(25)
Total outstanding debt			$ 460	$ 1,682

On May 9, 2023, DVCC and Navitas West Texas Investments SPV, LLC entered into a 2-year Loan Agreement ("Term Loan") for $2,050,000. The unpaid principal balance of the Term Loan shall bear interest at per annum rate equal to 15%. Beginning on the last Business Day of the month in which the In-Service Date occurs (date Dorothy 1B is put into full operation following the planned ramp-up period), and continuing on the last Business Day of each month thereafter until the repayment of all Term Loan debt principal and accrued interest occurs, DVCC shall make debt service payments on the Term Loan through a cash sweep with the Site-level Free Cash Flow (total revenue of DVCC minus power costs and site level costs listed in Loan and Security agreement), otherwise to be distributed to Soluna Holdings, Inc., the ultimate parent entity of DVCC (the "SLNH Cash") being applied as a permanent repayment of the Loan in an amount equal to the *greater of*: (i) the sum of (A) the amount of accrued and unpaid interest that has not yet been added to the principal balance of the Term Loan, if any, *plus* (B) an amount equal to 1/24th of the then outstanding principal balance of the Term Loan; provided that the aggregate amount payable pursuant to this clause (i) shall not exceed SLNH Cash times 0.60; or (ii) SLNH Cash times 0.33.

Any and all monthly debt service amounts so paid to Lender shall be applied first to accrued and unpaid interest that has not yet been added to the principal balance of the Term Loan, if any, and then to repayment of the then outstanding principal balance of the Term Loan. On the Term Loan Maturity Date (May 9, 2025), all remaining principal and accrued and unpaid interest that has not yet been added to the principal balance of the Term Loan, if any, shall become immediately due and owing in full and shall be paid by wire transfer in immediately available funds. As of June 30, 2024 and December 31, 2023, approximately $460 thousand and $1.7 million is included in the current portion of debt as the Company's expectation is that principal and capitalized interest payments will be made to pay off the Term Loan within one year after quarter or year-end. The Company has paid approximately $1.2 million in principal for the six months ended June 30, 2024 and $547 thousand in principal and capitalized interest payments for the year ended December 31, 2023. Interest expense related to the Navitas Term Loan for the three and six months ended June 30, 2024 was approximately $37 and $100 thousand.

Equipment Loan Agreement

On May 16, 2024, SDI SL Borrowing – 1, LLC, an affiliate of Soluna Holdings, Inc. (the "Borrower") entered into a loan agreement (the "Equipment Loan Agreement" or the "Loan") with Soluna2 SLC Fund II Project Holdco LLC (the "Lender", and collectively, the "Parties"). The Equipment Loan Agreement provides for the Company to borrow, from time to time, up to $1.0 million to be used to purchase necessary equipment for the progression of Project Dorothy 2. Any loans made under the Equipment Loan Agreement have a maturity date of May 16, 2027, and will bear interest at a rate of 15% per annum. The Equipment Loan Agreement includes customary covenants for loans of this nature, as well as a multiple on invested capital ("MOIC") provision, which requires the Company to pay, in addition to principal and interest, an amount equal to the difference of (i) the greater of (a) the principal amount of the Loan being repaid *plus* all interest previously paid or simultaneously being paid to Lender in respect of such principal of the Loan, and (b) the principal amount of the Loan being repaid multiplied by three, *minus* (ii) the sum of the principal amount of the Loan being repaid *plus* all interest previously paid or simultaneously being paid to Lender in respect of such principal of the Loan.

On May 16, 2024, the Parties entered into the Security Agreement in connection with the Loan Agreement as described above. The Security Agreement grants a collateral security interest in the equipment purchased under the Equipment Loan Agreement to secure the obligations of the Borrower under said Agreement in the event full performance and payment of the Equipment Loan Agreement becomes due.

On May 17, 2024, the Borrower drew down $720 thousand of the equipment loan with the Lender. As of June 30, 2024, the Borrower has an outstanding principal and compounded interest of approximately $734 thousand. In addition, the Borrower had deferred financing costs associated with the line of credit of approximately $118 thousand. Per ASC 835-30-S45-1, debt issuance costs related to line of credits should be recorded as an asset and amortized over the life of the line of credit agreement. As such, the Company recorded $39 thousand within Prepaid expenses and other current assets and $79 thousand within Other assets on the condensed balance sheet as of June 30, 2024.

As noted in Footnote 17, on the July 22, 2024, the Borrower satisfied and repaid the Borrowing Amount in full by issuing the Investor Class B Membership Interests in the Dorothy 2 project at three times the value of the Borrowing Amount (i.e., $2.16 million).

June 2024 Secured Note Financing

(Dollars in thousands)	Maturity Date	Interest Rate	June 20, 2024- June 30, 2024
	June 20, 2027	9%	$ 12,531

Term Loan and capitalized interest (excludes debt issuance cost)	
Less: principal and capitalized interest payments	-
Less: debt discount	(314)
Less: debt issuance costs	(557)
Total outstanding note	11,660
(Less) Current note outstanding	2,632
Long-term note outstanding	$ 9,028

On June 20, 2024, Soluna AL CloudCo, LLC ("CloudCo"), an indirect wholly-owned subsidiary of Soluna Holdings, Inc. (the "Company"), issued a $12.5 million secured promissory note to an accredited investor under a Note Purchase Agreement (the "June SPA"). The note accrues 9% interest annually, adjustable upon default, and matures on June 20, 2027. CloudCo's obligations are secured by its assets under a security agreement.

As additional credit support, Soluna Cloud, Inc., CloudCo's parent company, provided a guaranty secured by its assets and a pledge of CloudCo's membership interests. The Company, as Soluna Cloud's sole stockholder, also provided a guaranty secured by its assets and a pledge of its shares in Soluna Cloud.

These arrangements are documented in the "CloudCo Agreements," "Cloud Agreements," and "Holdings Agreements."

As an inducement for the Investor to purchase the Note, Soluna Cloud will issue a warrant (the " Cloud Warrant") exercisable within three years from June 20, 2024. This Warrant allows the Investor to purchase a number of shares of Soluna Cloud common stock equal to 12.5% of the issued and outstanding common stock as of the Cloud Warrant date divided by 0.875, plus 12.5% of each Qualified Issuance divided by 0.875. In addition, granting of appreciation rights, phantom rights, or other rights with equity features would result in adjustments to the aggregate number of warrants issued.

A "Qualified Issuance" includes any issuance of common stock by Soluna Cloud from the day after the Cloud Warrant date until the earlier of raising an additional $112.5 million or December 31, 2024, as well as shares issuable upon exercise or conversion of convertible securities issued during this period, excluding certain equity compensation plan issuances.

On June 20, 2024, the Company recorded the Cloud Warrant as a liability valued at approximately $314 thousand and a related debt discount, which will be amortized over the loan's term.

In connection with the June 2024 transactions, the purchasers (collectively, the "Purchasers") of the secured convertible notes ("Senior Notes") issued under the Securities Purchase Agreement dated October 25, 2021 (as amended, the "2021 Purchase Agreement"), along with Collateral Services LLC as collateral agent, consented to the June 2024 transactions. They also agreed to enter into an intercreditor agreement with the Investor regarding these transactions.

For the three and six months ended June 30, 2024, the Company incurred approximately $31 thousand in interest expense related to the June SPA.

October 2021 Secured Notes—Extension of Maturity Date

Pursuant to Section 6.a. of the Fourth Amendment Agreement to the 2021 Purchase Agreement, dated as of February 28, 2024, the Company exercised its right to extend the maturity date of the Senior Notes for an additional six months, or until January 24, 2025, in order to enable the Company to continue to pursue its significant project development opportunities for Soluna Cloud, Dorothy 2 and other projects.

Line of Credit

On September 15, 2021, the Company entered into a $1.0 million unsecured line of credit with KeyBank National Association ("KeyBank"), that allows the Company to request loans and to use the proceeds of such loans for working capital and other general corporate purposes (the "KeyBank facility"). The line of credit bears interest at a rate of Prime + 0.75% per annum. Accrued interest is due monthly and principal is due in full following KeyBank's demand. As of January 1, 2023, the Company had drawn on the line of credit and approximately $350 thousand of the amount drawn under the line of credit remained outstanding. As of December 31, 2023, the remaining $350 thousand had been paid down. The Company does not have any remaining balance outstanding as of December 31, 2023 and June 30, 2024. The Company does not plan to draw down on the line of credit in the foreseeable future. In addition, future drawdowns require pre-approval by KeyBank.

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Stockholders' Equity

6 Months Ended
Jun. 30, 2024

Equity [Abstract]

Stockholders' Equity

9. Stockholders' Equity

Preferred Stock

The Company has two series of preferred stock outstanding: the Series A Preferred Stock, with a $25.00 liquidation preference; and the Series B Convertible Preferred Stock, par value $0.0001 per share, with a stated value equal to $100.00 (the "Series B Preferred Stock"). As of June 30, 2024 and December 31, 2023, there were 4,953,545 and 3,061,245 shares of Series A Preferred Stock issued and outstanding, respectively, and as of June 30, 2024 and December 31, 2023 there was 62,500 shares of Series B Preferred Stock issued and outstanding, respectively.

Series B Preferred Stock

On July 19, 2022, the Company entered into a Securities Purchase Agreement (the "Series B SPA") with an accredited investor (the "Series B Investor") pursuant to which the Company sold to the Series B Investor 62,500 shares of Series B Preferred Stock, for a purchase price of $5,000,000. The shares of Series B Preferred Stock are initially convertible, subject to certain conditions, into 46,211 shares of common stock, at a price per share of $135.25 per share, a 20% premium to the closing price of the common stock on July 18, 2022, subject to adjustment as set forth in the Certificate of Designations of Preferences, Rights and Limitations for the Series B Preferred Stock ("Series B Certificate of Designations").

In addition, on July 19, 2022, the Company issued to the Series B Investor common stock purchase warrants (the "Series B Warrants") to purchase up to an aggregate of 40,000 shares of common stock at an initial exercise price of $250.00 per share. The Series B Investor is entitled to exercise the Series B Warrants at any time on or after the date that is 180 days following the issue date and on or prior to January 19, 2028. On the closing date of the next public offering of the common stock or other securities, the exercise price of the Series B Warrants is to adjust to a price equal to the lower of (a) the exercise price then in effect, or (b) the price of the warrants issued in the Company's next public offering, or if no warrants are issued in the Company's next public offering, 110% of the price per share of the common stock issued in the Company's next public offering. In addition, upon the Series B Closing, the Series B Investor delivered to the Company for cancellation an outstanding warrant to acquire 40,000 shares of common stock at an exercise price of $287.50 per share previously issued on April 13, 2022, in connection with the Notes.

Common Stock

The Company has one class of common stock, par value $0.001 per share. Each share of the Company's common stock is entitled to one vote on all matters submitted to stockholders. As of June 30, 2024 and December 31, 2023, there were 5,232,104 and 2,505,620 shares of common stock issued and outstanding, respectively.

Dividends

Pursuant to the Certificate of Designations, Preferences and Rights of 9.0% Series A Cumulative Perpetual Preferred Stock of the Company, dividends, when, as and if declared by the Board (or a duly authorized committee of the Board), will be payable monthly in arrears on the final day of each month, beginning August 31, 2021. The Board of Directors had not declared any Series A Preferred Stock dividends beginning October 2022 through December 31, 2023, as such the Company has accumulated approximately $8.6 million of dividends in arrears on the Series A Preferred Stock through December 31, 2023, and an additional $2.6 million and $4.3 million of dividends in arrears for the three and six months ended June 30, 2024 million, for a total of approximately $12.9 million.

The Company's Series B Preferred Stock includes a 10% accruing dividend compounded daily for 12 months from the original issue date of July 20, 2022 that may be paid in cash or stock at the Company's option at the earlier of (i) the date the Series B Preferred Stock is converted, or (ii) the Series B Dividend Termination Date. On August 11, 2023, the Company paid a mandatory dividend on its outstanding Series B Convertible Preferred Stock in the amount of approximately $656 thousand. Pursuant to the Certificate of Designation for the Series B Stock, the Company had the option to pay the dividend in cash or shares of Common Stock. Pursuant to a Dividend Payment Agreement, the Company and the holder of the Series B Stock agreed to satisfy the payment of the dividend through the issuance of 44,000 shares of its Common Stock and 70,300 prefunded warrants (the "Prefunded Warrants").

Each Pre-Funded Warrant has been funded to the amount of $.19999, with $0.00001 per share of common stock payable upon exercise, is immediately exercisable, may be exercised at any time until exercised in full and is subject to customary adjustments. The Pre-Funded Warrants may not be exercised if the aggregate number of shares of the Company's common stock beneficially owned by the holder (together with her affiliates) would exceed 4.99% of the Company's outstanding Common Stock immediately after exercise. However, the holder may increase (upon 61 days' prior notice from the holder to the Company) or decrease such percentages, provided that in no event such percentage exceeds 4.99%.

Reservation of Shares

The Company had reserved common shares for future issuance as follows as of June 30, 2024:

Stock options outstanding	3,325
Restricted stock units outstanding	5,692
Warrants outstanding	3,820,152
Common stock available for future equity awards or issuance of options	15,951
Number of common shares reserved	3,845,120

The Company also notes that as of June 30, 2024, there are 14,888 Series A preferred stock available for future equity awards under the 2021 Plan.

Loss per Share

The Company computes basic loss per common share by dividing net loss by the weighted average number of common shares outstanding during the reporting period. Diluted loss per share reflects the potential dilution, if any, computed by dividing loss by the combination of dilutive common share equivalents, comprised of shares issuable under outstanding investment rights, warrants and the Company's share-based compensation plans, and the weighted average number of common shares outstanding during the reporting period. Dilutive common share equivalents include the dilutive effect of in-the-money stock options, which are calculated based on the average share price for each period using the treasury stock method. Under the treasury stock method, the exercise price of a stock option and the amount of compensation cost, if any, for future service that the Company has not yet recognized are assumed to be used to repurchase shares in the current period.

The following table sets forth the reconciliation of the numerators and denominators of the basic and diluted per share computations for operations for the three and six months ended June 30:

(Dollars in thousands, except shares)	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Numerator:				
Net loss	$ (9,145)	$ (9,257)	$ (11,689)	$ (16,689)
(Less) Net income (loss) attributable to non-controlling interest	(1,728)	482	(4,438)	852
Net loss attributable to Soluna Holdings, Inc.	(10,873)	(8,775)	(16,127)	(15,837)
Less: Preferred dividends or deemed dividends	(66)	(252)	(452)	(383)
Less: Cumulative Preferred Dividends in arrears	(2,609)	(1,722)	(4,331)	(3,444)

Balance	$ (13,548)	$ (10,749)	$ (20,910)	$ (19,664)
Denominator:				
Basic and Diluted EPS:				
Common shares outstanding, beginning of period, including penny warrants	2,958,851	1,015,255	2,592,454	940,047
Weighted average common shares issued during the period including penny warrants issued and outstanding as of quarter-end	1,594,845	109,436	1,091,104	55,021
Denominator for basic earnings per common shares —	4,563,696	1,126,091	3,683,558	996,228
Weighted average common shares	(2.97)	(9.54)	(5.68)	(19.74)

The Company notes as continuing operations was in a Net loss for the three and six months ended June 30, 2024 and 2023, as such basic and diluted EPS is the same balance as continuing operations acts as the control amount in which would cause antidilution. Not included in the computation of earnings per share, assuming dilution, for the three and six months ended June 30, 2024, were options to purchase 3,325 shares of the Company's common stock, 5,692 nonvested restricted stock units, and 3,820,152 outstanding warrants not exercised which excludes penny warrants that can be potentially exercised. These potentially dilutive items were excluded because the calculation of incremental shares resulted in an anti-dilutive effect.

Not included in the computation of earnings per share, assuming dilution, for the three and six months ended June 30, 2023, were options to purchase 1,309,789 shares of the Company's common stock, 297,680 nonvested restricted stock units, and 23,835,852 outstanding warrants not exercised. These potentially dilutive items were excluded because the calculation of incremental shares resulted in an anti-dilutive effect.

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Commitments and Contingencies

6 Months Ended
Jun. 30, 2024

Commitments and Contingencies Disclosure [Abstract]

Commitments and Contingencies

10. Commitments and Contingencies

Commitments:

Leases

The Company determines whether an arrangement is a lease at inception. The Company and its subsidiaries have operating leases for certain manufacturing, laboratory, office facilities and certain equipment. The leases have remaining lease terms one year to less than ten years. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants. As of June 30, 2024 and December 31, 2023, the Company has no assets recorded under finance leases.

Lease expense for these leases is recognized on a straight-line basis over the lease term. For the three and six months ended June 30, total lease costs are comprised of the following:

(Dollars in thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Operating lease cost	$ 61	$ 60	$ 122	$ 116
Short-term lease cost	—	—	—	—
Total net lease cost	$ 61	$ 60	$ 122	$ 116

Short-term leases are leases having a term of twelve months or less. The Company recognizes short-term leases on a straight-line basis and does not record a related lease asset or liability for such leases.

Other information related to leases was as follows:

	Six Months Ended June 30, 2024
Weighted Average Remaining Lease Term (in years):	
Operating leases	4.15
Weighted Average Discount Rate:	
Operating leases	7.03%

(Dollars in thousands)	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Supplemental Cash Flows Information:		
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows from operating leases	$ 123	$ 111
Non-Cash Activity Right-of-use assets obtained in exchange for lease obligations:		
Operating leases	$ -	$ 397

Maturities of noncancellable operating lease liabilities are as follows for the quarter ending June 30:

(Dollars in thousands)	2024
2024 (remainder of year)	$ 124
2025	79
2026	29
2027	29
2028	29
Thereafter	116
Total lease payments	406
Less: imputed interest	(78)
Total lease obligations	328
Less: current obligations	159
Long-term lease obligations	$ 169

As of June 30, 2024, there were no additional operating lease commitments that had not yet commenced.

Contingencies:

Spring Lane Capital Contingency

The Company has a potential contingency associated with an agreement with Spring Lane of up to $250 thousand which would be reduced by a proportion of funding received from Spring Lane up to the $35.0 million aggregate contribution cap. The Company considers the probability of a payment for the contingency to be remote.

Legal

We are subject to legal proceedings, claims and liabilities which arise in the ordinary course of business. When applicable, we accrue for losses associated with legal claims when such losses are probable and can be reasonably estimated. These accruals are adjusted as additional information becomes available or circumstances change. Legal fees are charged to expense as they are incurred.

The Company has been named as a party in the December 19, 2019 United States Environmental Protection Agency ("EPA") Demand Letter regarding the Malta Rocket Fuel Area Superfund Site ("Site") located in Malta and Stillwater, New York in connection with an alleged release of hazardous materials into the environment. The EPA is seeking reimbursement of response costs from all named parties in the amount of approximately $358 thousand plus interest in connection with the investigation and disposal activities associated with the various drum caches discovered at the Site, issuance of the Explanation of Significant Differences ("ESD") of the Site, and implementation of the work contemplated by the ESD. The Company considers the likelihood of a material adverse outcome to be remote and does not currently anticipate that any expense or liability it may incur as a result of these matters in the future will be material to the Company's financial condition.

NYDIG filed a complaint against a subsidiary of Company, Soluna MC Borrowing 2021-1, LLC ("Borrower") and Soluna MC, LLC, as Guarantor ("Guarantor"), and together with Borrower, ("NYDIG Defendants") in Marshall Circuit Court of the Commonwealth of Kentucky on December 29, 2022 regarding a series of loans made by NYDIG to Borrower pursuant to a master equipment finance agreement that were secured by certain assets of Borrower and guaranteed by Guarantor pursuant to a written guaranty agreement executed by Guarantor. The Court issued on February 15, 2023 an agreed order granting NYDIG's motion for writ of possession which, among other things, ordered parties to provide NYDIG access to the collateral described therein and preserved the rights of NYDIG to pursue a deficiency judgment against the NYDIG Defendants. Also on February 15, 2023, the NYDIG Defendants filed their answer and affirmative defenses in this proceeding. The NYDIG Defendants believe that NYDIG has liquidated some of the collateral securing the loans and anticipate that NYDIG will complete the liquidation of collateral and continue to prosecute the complaint to obtain a judgment against the NYDIG Defendants. Additionally, NYDIG has stated its intention to pursue SCI, the parent company of Guarantor, under a piercing of the corporate veil claim relating to NYDIG Defendants' debts and liabilities under the loan documents. SCI denies any such liability and has filed a complaint for a declaratory judgment against NYDIG in the Eighth Judicial District Court in Clark County, Nevada on March 16, 2023 seeking a declaratory judgment as to such matter. NYDIG filed a motion to dismiss in response to SCI's declaratory judgment complaint on April 13, 2023. SCI filed a response in opposition to NYDIG's motion to dismiss on April 27, 2023. The court heard oral arguments on May 16, 2023. On June 22, 2023, the court issued an order granting NYDIG's motion to dismiss, on the basis that the case was not ripe for decision, without prejudice. SCI intends to continue to vigorously defend any allegations regarding liability on account of NYDIG Defendants' debts and liabilities to NYDIG under their loan documents and intends to refile a declaratory judgment complaint against NYDIG.

On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, and repossessed the collateralized assets that totaled approximately $3.4 million, in which approximately $560 thousand was first used to pay off accrued interest and penalty to date. On September 5, 2023, NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIG's motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. As of June 30, 2024, the Company still has an outstanding principal of approximately $9.2 million and outstanding interest and penalty balance of approximately $1.5 million. This settlement did not result in the admission of any liability on the part of SHI, whose declaratory judgment remains the subject of litigation. On March 13, 2024, NYDIG served the Company with a post-judgment discovery seeking information regarding the Company's assets and liabilities. Per agreement between NYDIG and the NYDIG Defendants, the deadline to respond to the discovery demands was extended to May 13, 2024 but with rolling weekly production that commenced on April 12, 2024. The Company intends to vigorously defend itself from NYDIG's parent company claims.

In September 2023, Atlas Technology Group LLC ("Atlas") filed a complaint against Soluna MC LLC, Soluna Computing, Inc., and Soluna Holdings, Inc. (collectively, the "Atlas Defendants") in the Supreme Court of New York regarding a co-location services agreement. Atlas alleged that Soluna MC's termination of the agreement was a breach, seeking a return of pre-paid fees of approximately $464 thousand, additional damages of at least $7.9 million, and reimbursement of legal fees. The complaint also mentioned alter ego liability and corporate veil piercing.

The Atlas Defendants filed a motion to dismiss, and on April 17, 2024, the Court dismissed three of the four counts. The remaining count was answered on May 6, 2024, with counterclaims against Atlas. The Court denied the dismissal of Soluna Computing, Inc. and Soluna Holdings, Inc. as parties, leading to an appeal filed on May 7, 2024.

On June 25, 2024, Atlas and the Atlas Defendants entered into a settlement agreement. Soluna MC recorded a gain on the settlement of approximately $254 thousand for the three and six months ended June 30, 2024, in "Other Expense, net" on the condensed consolidated financial statements.

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Related Party Transactions	6 Months Ended Jun. 30, 2024
Related Party Transactions [Abstract]	
Related Party Transactions	

11. Related Party Transactions

MeOH Power, Inc.

On December 18, 2013, MeOH Power, Inc. and the Company executed a Senior Demand Promissory Note (the Note) in the amount of $380 thousand to secure the intercompany amounts due to the Company from MeOH Power, Inc. upon the deconsolidation of MeOH Power, Inc. Interest accrues on the Note at the Prime Rate in effect on the first business day of the month, as published in the Wall Street Journal. At the Company's option, all or part of the principal and interest due on this Note may be converted to shares of common stock of MeOH Power, Inc. at a rate of $0.07 per share. Interest began accruing on January 1, 2014. The Company recorded a full allowance against the Note. As of June 30, 2024 and December 31, 2023, $374 thousand and $363 thousand, respectively, of principal and interest are available to convert into shares of common stock of MeOH Power, Inc. Any adjustments to the allowance are recorded as miscellaneous expense during the period incurred.

Legal Services

During the three and six months ended June 30, 2024 and 2023, the Company incurred $1 thousand and $2 thousand, respectively, to Couch White, LLP for legal services associated with contract review. A partner at Couch White, LLP is an immediate family member of one of our Directors.

Employee Receivables

Certain employees have a receivable due to the Company based on their stock-based awards, in which $109 thousand and $110 thousand was outstanding as of June 30, 2024 and December 31, 2023, respectively. The balance is currently presented as $13 thousand and $13 thousand within Notes receivable as of June 30, 2024 and December 31, 2023, and $96 thousand and $97 thousand, respectively within Other assets.

HEL Transactions

As discussed above, on October 29, 2021, the Company completed the Soluna Callisto acquisition pursuant to the Merger Agreement. The purpose of the transaction was for SCI to acquire substantially all of the assets (other than those assets physically located in Morocco) formerly held by HEL, which assets consisted of SCI's existing pipeline of certain cryptocurrency mining projects that HEL previously transferred to SCI, which was formed expressly for this purpose, and to provide SCI with the opportunity to directly employ or retain the services of four individuals whose services it had retained through HEL prior to the merger. As a result of the merger, each share of common stock of Soluna Callisto issued and outstanding immediately prior to the effective time of the merger, other than shares owned by the Company or any of our subsidiaries, was cancelled and converted into the right to receive a proportionate share of the Merger Consideration.

In connection with the Soluna Callisto acquisition, effective as of October 29, 2021, upon and subject to the terms and conditions of the Termination Agreement, on November 5, 2021: (1) the existing Operating and Management Agreements between HEL and SCI were terminated in all respects; and (2)(A) SCI paid HEL $725 thousand, (B) SHI issued to HEL the Termination Shares, and (C) HEL and SHI entered into an Amended and Restated Contingent Rights Agreement that, among other things, amended the existing Contingent Rights Agreement by and between HEL and SHI, dated January 13, 2020, to provide SHI the right to invest directly in certain cryptocurrency mining opportunities being pursued by HEL. SHI filed a registration statement with the SEC to register the resale of the Termination Shares on February 14, 2022.

Due to conditions being met within the Merger Agreement in relation to energization and retention of employees, the Company has advised SCI US Holdings LLC, a Delaware limited liability company, who is the sole Effective Time Holder (as defined in the Merger Agreement) of the right to receive the Merger Shares and that 19,800 Merger Shares were issued on May 26, 2023 and 39,600 Merger Shares were issued on October 10, 2023. SCI US Holdings LLC has consented to the issuance of such Merger Shares as required under the Merger Agreement and has directed the Company to issue such Merger Shares to its affiliate, HEL. Following the issuance of the 59,400 Merger Shares, a total of 59,400 Merger Shares remains available for possible issuance pursuant to the terms of the Merger Agreement.

Please see Note 5 for additional information regarding the Soluna Callisto acquisition and related transactions.

Several of HEL's equity holders are affiliated with Brookstone Partners, the investment firm that holds an equity interest in the Company through Brookstone Partners Acquisition XXIV, LLC. The Company's two Brookstone-affiliated directors also serve as directors and, in one case, as an officer, of HEL and also have ownership interest in HEL. In light of these relationships, the various transactions by and between the Company and SCI, on the one hand, and HEL, on the other hand, were negotiated on behalf of the Company and SCI via an independent investment committee of the Board and separate legal representation. The transactions were subsequently unanimously approved by both the independent investment committee and the full Board.

Four of the Company's directors have various affiliations with HEL.

Michael Toporek, the former Chief Executive Officer, and current Executive Director of the Company, owns (i) 90% of the equity of Soluna Technologies Investment I, LLC, which owns 57.9% of HEL and (ii) 100% of the equity of MJT Park Investors, Inc., which owns 3.1% of HEL, in each case, on a fully diluted basis. Mr. Toporek does not own directly, or indirectly, any equity interest in Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his 100% ownership of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL.

In addition, one of the Company's directors, Matthew E. Lipman, serves as a director and currently acting as President of HEL. Mr. Lipman does not directly own any equity interest in Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his position as a director and officer of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL. As a result, the approximate dollar value of the amount of Mr. Toporek's and Mr. Lipman's interest in the Company's transactions with HEL for the six months ended June 30, 2024 was $0 and $0.

John Belizaire, the Company's Chief Executive Officer, and John Bottomley, who were elected to the Board upon the effective time of SCI's acquisition of Soluna Callisto, serve as directors of HEL. In addition, Mr. Belizaire is the beneficial owner of 1,317,567 shares of common stock of HEL and 102,380 Class Seed Preferred shares, which are convertible into 86,763 shares of common stock of HEL. These interests give Mr. Belizaire an ownership of 10.54% in HEL. Mr. Belizaire also owns an interest in HEL indirectly through his 5.0139% interest of Tera Joule, LLC's 965,945 Class Seed Preferred shares, which are convertible into 818,596 shares of common stock of HEL. Mr. Bottomley is the beneficial owner of 96,189, or approximately 0.72%, of the outstanding shares of common stock of HEL.

The Company's investment in HEL was initially carried at the cost of investment and was $750 thousand. Based on evaluation of projections for the Company's investment in HEL, the Company fully impaired the equity investment of $750 thousand as of December 31, 2022, writing it down to $0.

The Company owned approximately 1.79% of HEL, calculated on a converted fully diluted basis, as of June 30, 2024 and December 31, 2023. The Company may enter into additional transactions with HEL in the future.

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Stock Based Compensation	6 Months Ended Jun. 30, 2024
Share-Based Payment Arrangement [Abstract]	
Stock Based Compensation	

12. Stock Based Compensation

2023 Plan

The 2023 Plan was adopted by the Board on February 10, 2023 and approved by the stockholders on March 10, 2023. The 2023 Plan sets the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to 9.75% of the shares of our Common Stock outstanding on the measurement date. Subject to certain adjustments as provided in the 2023 Plan, the maximum aggregate number of shares of our Common Stock that may be issued under the 2023 Plan (excluding the number of shares of our Common Stock subject to Specified Awards (as defined below)) (i) pursuant to the exercise of stock options, (ii) as unrestricted or restricted Common Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the first quarter of our fiscal year ending December 31, 2023 (or January 1, 2023), 9.75% of the number of shares of our Common Stock outstanding as of the first trading day of each quarter . Subject to certain adjustments as provided in the 2023 Plan, (i) shares of our Common Stock subject to the 2023 Plan shall include shares of our Common Stock which revert back to the 2023 Plan in a prior quarter pursuant to the paragraph below, and (ii) the number of shares of our Common Stock that may be issued under the 2023 Plan may never be less than the number of shares of our Common Stock that are then outstanding under (or available to settle existing) 2023 Plan Award grants.

On June 29, 2023, at the Annual Shareholder Meeting, the Amended and Restated 2023 Stock Incentive Plan was approved. The Amended and Restated 2023 Plan will, among other things, increase the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to 23.75% of the shares of our Common Stock outstanding on the measurement date. Subject to certain adjustments as provided herein, the maximum aggregate number of Common Shares that may be issued hereunder (excluding the number of Common Shares subject to Specified Awards (as hereinafter defined)) (i) pursuant to the exercise of Options, (ii) as unrestricted Common Shares or Restricted Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the third quarter of our fiscal year ending December 31, 2023 (or July 1, 2023), 23.75% of the number of Common Shares outstanding as of the first trading day of each quarter. Subject to certain adjustments as provided herein, (A) Common Shares subject to this Plan shall include Common Shares which reverted back to this Plan in a prior quarter, and (B) the number of Common Shares that may be issued under this Plan may never be less than the number of Common Shares that are then outstanding under (or available to settle existing) Awards. For purposes of determining the number of Common Shares available under this Plan, Common Shares withheld by the Company to satisfy applicable tax withholding or exercise price obligations pursuant to Section 10(e) of this Plan shall be deemed issued under this Plan. In the event that, prior to the date this Plan shall terminate, any Award granted under this Plan expires unexercised or unvested or is terminated, surrendered or cancelled without the delivery of Common Shares, or any shares of Restricted Stock are forfeited back to the Company, then the Common Shares subject to such Award may be made available for subsequent Awards under the terms of this Plan. As used in this Plan, "Specified Awards" shall mean (i) Awards to Eligible Persons who are not employed or engaged by the Company or any of its subsidiaries as of the last day of any fiscal quarter of the Company, commencing with the fiscal quarter ending March 31, 2023 and (ii) Awards that have a grant date at least three (3) years prior to the last day of any fiscal quarter of the Company, commencing with the fiscal quarter ending March 31, 2023.

2021 Plan

The Company's 2021 Plan was adopted by the Board on February 12, 2021 and approved by the stockholders on March 25, 2021. The 2021 Plan was amended and restated effective as of October 29, 2021, and May 27, 2022, respectively. The 2021 Plan authorizes the Company to issue shares of common stock upon the exercise of stock options, the grant of restricted stock awards, and the conversion of restricted stock units (collectively, the "Awards"). The Compensation Committee has full authority, subject to the terms of the 2021 Plan, to interpret the 2021 Plan and establish rules and regulations for the proper administration of the 2021 Plan. Subject to certain adjustments as provided in the 2021 Plan, the maximum aggregate number of shares of the Company's common stock that may be issued under the 2021 Plan (i) pursuant to the exercise of options, (ii) as shares or restricted stock and (iii) in settlement of RSUs shall be limited to (A) during the Company's fiscal year ending December 31, 2021 (the "2021

Fiscal Year"), 1,460,191 Shares, (B) for the period from January 1, 2022 to June 30, 2022, fifteen percent (15%) of the number of Shares outstanding on January 3, 2022, which was the first trading day of 2022, and (C) beginning with the third quarter of the Company's fiscal year ending December 31, 2022 (the "2022 Fiscal Year"), fifteen percent (15%) of the number of Shares outstanding as of the first trading day of each quarter, net of any Shares awarded in the previous quarter(s). Subject to certain adjustments as provided in the 2021 Plan, (i) shares subject to the 2021 Plan shall include shares reverted back to the Company pursuant the 2021 Plan in a prior year or quarter, as applicable, as provided herein and (ii) the number of shares that may be issued under the 2021 Plan may never be less than the number of shares that are then outstanding under (or available to settle existing) Awards. For purposes of determining the number of shares available under the 2021 Plan, shares withheld by the Company to satisfy applicable tax withholding or exercise price obligations pursuant to the 2021 Plan shall be deemed issued under this Plan. In the event that, prior to the date on which the 2021 Plan shall terminate, any Award granted under the 2021 Plan expires unexercised or unvested or is terminated, surrendered, or cancelled without the delivery of shares of common stock, or any Awards are forfeited back to the Company, then the shares of common stock subject to such Award may be made available for subsequent Awards under the terms of the 2021 Plan.

On March 10, 2023, at the Special Shareholder Meeting, the Third Amended and Restated 2021 Stock Incentive Plan was approved. The Third Amended and Restated 2021 Plan will, among other things, (a) increase the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to 18.75% of the shares of our Common Stock outstanding on the measurement date and (b) allow us to grant awards of shares of our 9.0% Series A Cumulative Perpetual Preferred Stock ("Series A Preferred Stock") (with and without restrictions). Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Common Stock that may be issued under the Third Amended and Restated 2021 Plan (excluding the number of shares of our Common Stock subject to Specified Awards (as defined below)) (i) pursuant to the exercise of stock options, (ii) as unrestricted or restricted Common Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the first quarter of our fiscal year ending December 31, 2023 (or January 1, 2023), 18.75% of the number of shares of our Common Stock outstanding as of the first trading day of each quarter. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Series A Preferred Stock that may be issued under the Third Amended and Restated 2021 Plan as unrestricted or restricted Series A Preferred Stock shall equal $3,600,000 valued as of the effective date of the Third Amended and Restated 2021 Plan as determined at the lower of the closing price of our Series A Preferred Stock on Nasdaq on such date or the average of the daily volume weighted average price of our Series A Preferred Stock on Nasdaq as reported by Bloomberg L.P. for a period of five (5) consecutive trading days ending on such date. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, (i) shares of our Common Stock and Series A Preferred Stock, as applicable, subject to the Third Amended and Restated 2021 Plan shall include shares of our Common Stock and Series A Preferred Stock, as applicable, which revert back to the Third Amended and Restated 2021 Plan in a prior quarter or fiscal year, as applicable, pursuant to the paragraph below, and (ii) the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that may be issued under the Third Amended and Restated 2021 Plan may never be less than the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that are then outstanding under (or available to settle existing) 2021 Plan Award grants. For purposes of the Third Amended and Restated 2021 Plan, "Specified Awards" means (i) 2021 Plan Awards issued to Eligible Persons who are not employed or engaged by us or any of our subsidiaries as of the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023, and (ii) 2021 Plan Awards that have a grant date at least three (3) years prior to the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023. The exclusion of Specified Awards from the determination of the maximum aggregate number of shares of our Common Stock available for issuance under the Third Amended and Restated 2021 Plan could have material effect on the number of shares of our Common Stock available for issuance thereunder and could have a material dilutive effect on our stockholders.

The Board approved amendments to both the 2021 and 2023 Plans on April 15, 2024. The amendments were subsequently approved by the stockholders at the 2024 Annual Meeting on May 30, 2024. Under the Plans, the number of shares of common stock available for awards is limited to, 18.75% for the 2021 Plan and 23.75% for the 2023 Plan of the number of Common Shares outstanding as of the first trading day of each quarter. The amendments to each Plan would change the calculation of this limitation to reflect the applicable percentage to 18.75% and 23.75% respectively, after giving effect to the increase in the number of shares subject to Awards after giving effect to the amount to the increase as of the date of the calculation.

Under the 2023 Plan and 2021 Plan, the Company may grant stock options, restricted stock awards (RSAs) and restricted stock units (RSUs) to executive, management, employees, directors, and certain nonemployee personnel. The awards issued under the Plans can vest immediately, over time or based upon the achievement of market, performance, or service conditions. RSAs and RSUs can vest immediately but generally vest ratably over three years and Performance RSUs generally fully vest after three years, subject to achieving market, service or performance conditions. In addition, the Company recognizes certain Awards held by certain employees and nonemployees that vest upon separation. Each share granted subject to an Award reduces the number of shares available under the 2023 Plan and 2021 Plan by one share.

The fair value of stock options is estimated based on the Black-Scholes model, taking into account the historical volatility of our stock, consistent with the accounting guidance. The risk-free interest rate is based on the risk-free zero-coupon rate for a period consistent with the expected option term at the time of grant. The expected option term is calculated based on our historical forfeitures and cancellation rates.

During April 2024, the Company cancelled certain vested Awards and modified the terms of certain unvested Awards, to permit different settlement outcomes. The service period and vesting terms were changed at the time of modification. All such vested Awards were fully vested as of the cancellation date and all compensation cost had been recognized. All such unvested equity awards were probable of vesting as of the modification date and the change was accounted for as a Type I modification. In a Type I modification, the Company is required to calculate the incremental difference of the awards, which equals the difference of new award value inclusive of estimated forfeitures and the fair value of the original award as of the modification date. As of the modification date, there is no reversal or adjustment of previously recognized stock compensation expense.

Within the 2021 and 2023 Plans, certain master grant agreements were executed on April 15, 2024 that have the potential for future additional grants based on additional stock activity through certain anti-dilution provisions. A mutual understanding of the terms and conditions for the specific awards cannot be obtained until a later date after all stock activity has occurred in the future period and necessary approvals are obtained. When Board approval is obtained and the two grant conditions are met, the grant date will be identified and evidenced through an additional restricted stock agreement. The compensation cost will be recognized per the vesting schedule within the agreement with no catch-up for the reduced period.

The accounting impact resulting from the recognition of this equity-based compensation limits the comparability of the Company's financial statements between periods.

During the three and six months ended June 30, 2024, the Company awarded 391,544 restricted stock awards under the 2021 Plan, valued at $1.52 per share based on the closing market price of the Company's common stock on the date of the grant. The Company awarded 90,734 restricted stock awards under the 2021 Plan, valued at $2.41 per share based on the closing market price of the Company's common stock on the date of the grant. The Company awarded 1,892,300 preferred A restricted stock awards under the 2021 Plan, valued at $2.50 per share based on the closing market price of the Company's preferred A stock on the date of the grant. The Company awarded 610,234 restricted stock awards under the 2023 Plan, valued at $1.52 per share based on the closing market price of the Company's common stock on the date of the grant. The Company awarded 57,255 restricted stock awards under the 2023 Plan, valued at $2.41 per share based on the closing market price of the Company's common stock on the date of the grant. 25,309 of the restricted stock awards vest immediately, 2,022,246 of the restricted stock awards vest at separation from the Company, 690,223 of the restricted stock awards vest 33% on June 1 ,2024, 33% on June 1, 2025 and 34% on June 1, 2026, and 304,289 of the restricted stock awards vest 33% on June 1, 2025, 33% on June 1 , 2026 and 34% on June 1, 2027.

During the three months ended June 30, 2023, the Company did not issue any equity awards under its 2021 or 2023 Plans.

During the six months ended June 30, 2023, the Company awarded 500,000 restricted stock units under the 2021 Plan, valued at $0.2986 per share based on the closing market price of the Company's common stock on the date of the grant. The restricted stock units vested during May 2023.

The Company will recognize the compensation expense on a straight-line basis over the service period for the entire Awards. Accordingly, as of June 30, 2024, the Awards from the Plans are presented at fair value within the stockholders' equity section of the Company's balance sheet.

As of June 30, 2024, unrecognized compensation cost related to unvested Awards was approximately $5.8 million. That cost is expected to be recognized over a weighted-average period of approximately 2.4 years.

On April 15, 2024, a modification related to the cancellation of 48,547 under the water stock options granted to eight board members. The options were replaced with new awards of restricted stock. The amount of incremental compensation cost resulting from the modification was approximately $4.0 million. There were no modifications during the three and six months ended June 30, 2023.

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Effect of Recent Accounting Updates	**6 Months Ended Jun. 30, 2024**
Accounting Changes and Error Corrections [Abstract]	
Effect of Recent Accounting Updates	

13. Effect of Recent Accounting Updates

Accounting Updates Effective for fiscal year 2024

Changes to U.S. GAAP are established by the Financial Accounting Standards Board (the "FASB") in the form of accounting standard updates ("ASUs") to the FASB's Accounting Standards Codification ("ASC"). The Company considered the applicability and impact of all ASUs. ASUs not mentioned below were assessed and determined to be either not applicable or are expected to have minimal impact on our consolidated financial position or results of operations.

Accounting Updates Not Yet Effective

Improvements to Reportable Segment Disclosures

In November 2023, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update (ASU) 2023-07, *Segment Reporting (Topic 280): Improvement to Reportable Segment Disclosures* (ASU 2023-07), which requires disclosure of incremental segment information on an annual and interim basis, primarily through enhanced disclosures of significant segment expenses. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024 and requires retrospective application to all periods presented upon adoption. Early adoption is permitted. The Company is currently evaluating the impact that ASU 2023-07 will have on its condensed consolidated financial statements and disclosures.

Crypto Assets (Subtopic 350-60): Accounting for and Disclosure of Crypto Assets

In December 2023, the FASB issued ASU 2023-08, *Intangibles - Goodwill and Other - Crypto Assets (Subtopic 350-60): Accounting for and Disclosure of Crypto Assets,* which establishes accounting guidance for crypto assets meeting certain criteria. Bitcoin meets this criteria. The amendments require crypto assets meeting the criteria to be recognized at fair value with changes recognized in net income each reporting period. Upon adoption, a cumulative-effect adjustment is made to the opening balance of retained earnings as of the beginning of the annual reporting period of adoption. ASU 2023-08 is effective for fiscal years beginning after December 15, 2024, including interim periods within those fiscal years. Early adoption is permitted. The guidance is not expected to have an impact on the Company's condensed consolidated financial statements and disclosures, unless the Company intends to hold crypto assets.

Improvements to Income Tax Disclosures

In December 2023, the FASB issued ASU 2023-09, *Income Taxes (Topic 740): Improvements to Income Tax Disclosures* (ASU 2023-09), which requires disclosure of incremental income tax information within the rate reconciliation and expanded disclosures of income taxes paid, among other disclosure requirements. ASU 2023-09 is effective for fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company is currently evaluating the impact that ASU 2023-09 will have on its condensed consolidated financial statements and disclosures.

Stock Compensation

In March 2024, the FASB issued ASU 2024-01, *Compensation—Stock Compensation (Topic 718): Scope Application of Profits Interest and Similar Awards* ("ASU 2024-01"), to clarify the scope application of profits interest and similar awards by adding illustrative guidance in *ASC 718, Compensation—Stock Compensation* ("ASC 718"). ASU 2024-01 clarifies how to determine whether profits interest and similar awards should be accounted for as a share-based payment arrangement (ASC 718) or as a cash bonus or profit-sharing arrangement *(ASC 710, Compensation—General,* or other guidance*)* and applies to all reporting entities that account for profits interest awards as compensation to employees or non-employees. In addition to adding the illustrative guidance, ASU 2024-01 modified the language in paragraph 718-10-15-3 to improve its clarity and operability without changing the guidance. ASU 2024-01 is effective for fiscal years beginning after December 15, 2024, including interim periods within those annual periods. Early adoption is permitted. The amendments should be applied either retrospectively to all prior periods presented in the financial statements, or prospectively to profits interests and similar awards granted or modified on or after the adoption date. The Company is currently assessing the impacts of adopting ASU 2024-01 on its condensed consolidated financial statements and disclosures.

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PROJECT MARIE	**6 Months Ended Jun. 30, 2024**

Project Marie

PROJECT MARIE

14. PROJECT MARIE

As previously disclosed in Footnote 8, on December 20, 2022, Soluna MC Borrowing 2021-1 LLC ("Borrower"), an indirect wholly owned subsidiary of Soluna Holdings, Inc. (the "Company"), received a Notice of Acceleration and Repossession (the "NYDIG Notice") from NYDIG ABL LLC ("NYDIG") with respect to the Master Equipment Finance Agreement, dated as of December 30, 2021 (the "MEFA"), by and between Borrower and NYDIG. The NYDIG Notice states that (a) Borrower failed to observe or perform certain covenants, conditions or agreements contained in the MEFA and such failure continued unremedied for a period of ten days after Borrower's knowledge of such breach, which resulted in an event of default under the MEFA, and (b) Borrower defaulted under the guaranty, collateral agreement, or other support agreement, which resulted in an event of default under the MEFA. In addition, the NYDIG Notice states that Borrower failed to pay certain payments of principal and interest under the MEFA when due, which failure also constituted an event of default under the MEFA. As a result of the foregoing events of default, and pursuant to the MEFA, NYDIG (x) declared the principal amount of all loans due and owing under the MEFA and all accompanying Loan Documents (as defined in the MEFA) to be due and immediately payable, (y) imposed a default rate of interest on any outstanding principal amount of each loan (together with all then unpaid interest accruing thereon) and all other obligations under the MEFA and the Loan Documents, and (z) demanded the return of all equipment subject to the MEFA and the Loan Documents.

The assets which secure the MEFA represent substantially all of the Company's mining assets at the site and certain of the operating assets of Project Marie, a 20 MW facility located in Kentucky. The obligations of Borrower under the MEFA and reflected in the NYDIG Notice are ring-fenced to Borrower and its direct parent company, Soluna MC LLC. The Company is not a party to any guaranty, collateral agreement or other support agreement with or for the benefit of NYDIG. For the year ended December 31, 2022, the principal balance of $10.5 million became due immediately and the Borrower was to bear interest, at a rate per annum equal to 2.0% plus the rate per annum otherwise applicable to such obligations set forth in the Master Agreement. As of December 31, 2023, the Company reduced the outstanding debt by the repossessed collateralized assets net book value of $3.4 million less accrued interest that was paid off first when the collateral was repossessed of approximately $740 thousand, legal fees of approximately $251 thousand, and an additional penalty expense of $1.0 million, reducing the debt outstanding to approximately $9.2 million as of December 31, 2023. Also, as the Company was not able to obtain a waiver, the outstanding deferred financing costs were written off on September 5, 2023. NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIG's motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. As of June 30, 2024, the Company has an outstanding principal balance of approximately $9.2 million and an outstanding interest and penalty balance of approximately $1.5 million.

On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, which resulted in a reportable disposition of all of the Company's mining assets at the site and certain of the operating assets of Project Marie. The total net book value of the collateralized assets that were repossessed totaled $3.4 million which were written off the Company's books for the three months ended March 31, 2023, with an offset to the outstanding loan. Additionally, NDYIG has stated its intention to pursue SCI, the parent company of Guarantor, under a piercing of the corporate veil claim relating to Defendants' debts and liabilities under the loan documents. SCI denies any such liability and has filed a complaint for a declaratory judgment against NYDIG in the Eighth Judicial District Court in Clark County, Nevada on March 16, 2023 seeking a declaratory judgment as to such matter. In a related development, also on February 23, 2023, the Borrower received a notice of termination of the Management and Hosting Services Agreement with CC Metals and Alloys, LLC. As a result of this action and certain other characteristics of the facility, the Company elected to shut down the Marie facility. The Company believes it will maximize its profits and return on assets by concentrating its personnel and capital on its Dorothy Facility.

With the notice of termination of the Management and Hosting Services from CCMA, the Company notes that this event triggered the impairment of the remaining fixed assets at the Marie facility for the year ended December 31, 2022. Based on the closure of operations on Project Marie, the Company performed an impairment analysis and determined that approximately $2.4 million of equipment and leasehold approvements associated with Project Marie that were not attached with the repossession of NYDIG collateralized assets were impaired as of the year-ended December 31, 2022.

For the first quarter of 2023, the Company assessed whether the abandonment of the Project Marie facility qualified for the classification of discontinued operations under ASC 205-20-45-1B and 1C. A disposal of a component of an entity or a group of components of an entity shall be reported in discontinued operations if the disposal represents a strategic shift that has (or will have) a major effect on an entity's operations and financial results when any of the following occurs:

a. The component of an entity or group of components of an entity meets the criteria in paragraph 205-20-45-1E to be classified as held for sale.

b. The component of an entity or group of components of an entity is disposed of by sale.

c. The component of an entity or group of components of an entity is disposed of other than by sale in accordance with paragraph 360-10-45-15 (for example, by abandonment or in a distribution to owners in a spinoff).

As such, the Company deemed that criteria c was applicable as the Project Marie facility was abandoned and ceased further operations beginning on February 23, 2023. However, to qualify for reporting as discontinued operations, it must represent a strategic shift. Per ASC 205-20-45-1C, examples of a strategic shift that has (or will have) a major effect on an entity's operations and financial results could include a disposal of a major geographical area, a major line of business, a major equity method investment, or other major parts of an entity. A strategic shift implies that the disposal must result from a change in the way management had intended to run the business. Management does not believe the closure of Project Marie represented a strategic shift as the Company still fully intends to manage operations through data hosting with customers and proprietary mining arrangements for future pipelines, as such the strategic shift criteria was not met and will not qualify as discontinued operations.

However, per ASC 360-10-50-3A, in addition to the disclosures in paragraph 360-10-50-3, if a long-lived asset (disposal group) includes an individually significant component of an entity that either has been disposed of or is classified as held for sale and does not qualify for presentation and disclosure as discontinued operation, a public business entity shall disclose the pretax profit or loss of the individually significant component of an entity for the period in which it is disposed of or is classified as held for sale and for all prior period that are presented in the statement where net income is reported in accordance with ASC 205-20-45-6 through 45-9. Since the evaluation related to prior quarter, the Company has included comparative pretax loss for Project Marie for the three and six months ended June 30, 2024 and June 30, 2023.

Set forth below are the results of Project Marie:

(Dollars in thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Cryptocurrency mining revenue	$ -	$ -	$	$ 769
Operating service revenue-intercompany	2	-	5	-
Data hosting revenue	-	-	-	276
Total revenue	2	-	5	1,045
Operating costs:				
Cost of cryptocurrency mining revenue, exclusive of depreciation	-	-	-	801
Cost of revenue- depreciation	-	8	-	130
Data hosting (income) costs		(10)	-	205
Operational service costs-intercompany	1	-	2	-
General and administrative expense	-	34	(32)	319
Impairment on fixed assets	-	-	-	43
Interest expense	361	315	723	692
Gain (loss) on sale of fixed assets	-	-	-	11
Gain on settlement	254	-	254	-
Other income, net	4	-	11	-
Net loss before income taxes	$ (102)	$ (347)	$ (423)	$ (1,134)

For the three and six months ended June 30, 2024, the intercompany service revenue and costs are eliminated within consolidation. Project Marie received a $32 thousand refund for- insurance expenses for the six months ended June 30, 2024 and incurs interest expense in relation to the NYDIG default. On June 25, 2024, Soluna MC settled with Atlas for $210 thousand and recorded a gain on the Atlas settlement of $254 thousand, see further details in Note 10.

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VARIABLE INTEREST ENTITY	**6 Months Ended Jun. 30, 2024**
Organization, Consolidation and Presentation of Financial Statements [Abstract]	

VARIABLE INTEREST ENTITY

15. VARIABLE INTEREST ENTITY

On January 26, 2022, DVSL was created in order to construct, own, operate and maintain variable data centers in order to support the mining of cryptocurrency assets, batch processing and other non-crypto related activities (collectively, the "Project"). On May 3, 2022, SCI entered into a Bilateral Master Contribution Agreement (the "Bilateral Contribution Agreement") with Spring Lane Capital, pursuant to which Spring Lane agreed, pursuant to the terms and conditions of such agreement, to make one or more capital contributions to, and in exchange for equity in, SCI or one of its subsidiaries up to an aggregate amount of $35 million to fund certain projects to develop green data centers co-located with renewable energy assets (the "Spring Lane Commitment"). We anticipate that these capital contributions, once deployed into the projects, will help develop up to three behind-the-meter (BTM) projects designed to convert wasted renewable energy into clean computing services such as Bitcoin mining and artificial intelligence. The Bilateral Contribution Agreement outlines the framework for the Spring Lane Commitment; however, neither we nor Spring Lane are obligated to complete any projects under such agreement and any actual capital contributions are subject to various conditions precedent, including the receipt of requisite lender and other consents, acceptance by Spring Lane of specific projects and negotiations of agreements regarding those projects, including milestones and structure. In partial consideration of the amendment to the October Secured Notes discussed above, the investors agreed to release certain collateral covered by their security agreement to permit the Company to proceed forward with the initial phase of Project Dorothy, which we expect to be partially funded by Spring Lane, which the Company expects to complete in the near future.

On August 5, 2022, the Company entered into a Contribution Agreement (the "Dorothy Contribution Agreement") with Spring Lane, Soluna DV Devco, LLC ("Devco"), an indirect wholly-owned subsidiary of SCI, and DVSL an entity formed in order to further the Company's development for Project Dorothy, (each, a "Party" and, together, the "Parties"). Pursuant to the Dorothy Contribution Agreement, the Company committed to a capital contribution of up to approximately $26.3 million to DVSL (the "Company Commitment"), and on August 5, 2022, the Company was deemed to have contributed approximately $8.1 million, through payment of capital expenditures and development costs made on behalf of DVSL by the Company prior to August 5, 2022. Further under the Agreement, Spring Lane committed to a capital contribution of up to $12.5 million to DVSL (the "Spring Lane Dorothy Commitment"), and as of December 31, 2022, Spring Lane had actually contributed approximately $4.8 million. Under the Dorothy Contribution Agreement, the Company and Spring Lane have committed to make subsequent contributions, up to their respective Company Commitment and Spring Lane Dorothy Commitment amounts, on a pro rata basis, upon receipt of a contribution request from DVSL, as set forth in the Dorothy Contribution Agreement and subject to the satisfaction of certain conditions described therein. The proceeds of any subsequent commitments will be applied to pay project costs in accordance with the project budget.

In exchange for their contributions, the Company and Spring Lane were issued 67.8% and 32.2% of the Class B Membership Interests in DVSL, respectively, and were admitted as Class B members of DVSL. Further pursuant to the Agreement, DVSL issued 100% of its Class A Membership Interests to Devco. The Dorothy Contribution Agreement contains customary indemnification provisions, liquidation provisions and governance provisions with respect to DVSL. The Parties also entered into an Amended and Restated Limited Liability Company Agreement of DVSL providing for the governance of DVSL.

Soluna evaluated this legal entity under *ASC 810, Consolidations* and determined that DVSL is a variable interest entity that should be consolidated into Soluna, with a non-controlling interest recorded to account for Spring Lane's equity ownership of the Company. Soluna has a variable interest in DVSL. The entity was designed by Soluna to create an entity for outside investors to invest in specific projects. The creation of this entity resulted in Soluna, through its equity interest in DVSL, absorbing operational risk that the entity was created to create and distribute, resulting in Soluna having a variable interest in DVSL.

On March 10, 2023, the Company along with Devco, and Soluna DVSL ComputeCo, LLC, a Delaware limited liability company (the "Project Company") entered into a Purchase and Sale Agreement (the "Purchase and Sale Agreement") with Soluna SLC Fund I Projects Holdco, LLC, a Delaware limited liability company ("Spring Lane") that is wholly owned indirectly by Spring Lane Management LLC. The Project Company is constructing a modular data center with a peak demand of 25 megawatts (the "Dorothy Phase 1A Facility").

Under a series of transactions in February 2023 and March 2023, culminating in the March 10, 2023 Purchase and Sale Agreement, the Company sold to Spring Lane certain Class B Membership Interests for a purchase price of $7,500,000 (the "Sale"). After giving effect to the Sale, the Company owned 6,790,537 Class B Membership Interests (constituting 14.6% of the Class B Membership Interests) and Spring Lane owns 39,791,988 Class B Membership Interests (constituting 85.4% of the Class B Membership Interests). The cash portion of the purchase price paid by Spring Lane to the Company was $5,770,065, which represented the purchase price of $7,500,000 less the Company's pro rata share of certain contributions funded entirely by Spring Lane in the earlier portion of this series of transactions occurring during February 2023 and March 2023. As a further part of these transactions, the parties agreed that from January 1, 2023 onwards, Soluna would bear only 14.6% of the costs relating to the construction and operation of the Dorothy Phase 1A Facility, compared to its 67.8% share until that time, including during the calendar year 2022. After Spring Lane Capital realizes an 16% Internal Rate of Return hurdle on its investments, the Company retains the right to 50% of the profits on Soluna DVSL ComputeCo. In connection with the Spring Lane transactions and agreements, Soluna DV Services, LLC. will be providing the operations and maintenance services to Soluna DVSL ComputeCo, LLC. Soluna DV Services, LLC expects to receive a margin of 20% for services rendered.

Concurrently with the Sale, the Company, Spring Lane, Devco and the Project Company entered into (a) the Fourth Amended and Restated Limited Liability Company Agreement of the Project Company, dated as of March 10, 2023 (the "Fourth A&R LLCA"), an amendment and restatement of the Third Amended and Restated Limited Liability Company Agreement of the Project Company dated as of March 3, 2023, and (b) the Amended and Restated Contribution Agreement, dated as of March 10, 2023 (the "A&R Contribution Agreement"), an amendment and restatement of the Contribution Agreement dated as of August 5, 2022. The Fourth A&R LLCA provides for certain updates in respect of Spring Lane's majority ownership. The A&R Contribution Agreement reflects updated pro rata member funding percentages as a result of the Sale as well as updated contribution caps for each of the Company and Spring Lane.

As of January 1, 2023, there were no changes in the Limited Liability Agreement of the Company other than those related to incorporating the new investment and the purpose and design of the Company has not changed. The Company evaluated the power and benefits concepts under ASC 810 to determine whether the change in investment of Class B memberships would change the consolidation of the DVSL, and the Company concluded that, after the additional investment by Spring Lane, Soluna continues to have a controlling financial interest in DVSL. In addition, the Company continues to have the power and benefits associated with DVSL and therefore will continue to consolidate.

The carrying amount of the VIE's assets and liabilities was as follows:

(Dollars in thousands)	June 30, 2024	December 31, 2023
Current assets:		
Cash and restricted cash	$ 3,090	$ 2,275
Accounts receivable	1,105	1,201
Other receivable, related party	283	185
Prepaids and other current assets	29	-
Total current assets	4,507	3,661
Other assets- long term, related party	2,192	2,172
Operating lease right-of-use assets	87	90
Property, plant, and equipment	13,195	13,712
Total assets	$ 19,981	$ 19,635
Current liabilities:		
Accounts payable, related party	$ 95	$ -
Accrued expense	1,011	677
Customer deposits-current	1,300	-
Operating lease liability	7	7
Total current liabilities	2,413	684
Operating lease liability	80	83
Customer deposits- long term	-	1,190
Other liabilities, related party	224	224
Total liabilities	$ 2,717	$ 2,181

Effective, January 1, 2023, the Company's ownership in DVSL was reduced from 67.8% to 14.6%; see above for details.

On May 9, 2023, the Company's indirect subsidiary DVCC completed a strategic partnership and financing with a special purpose vehicle, Navitas West Texas Investments SPV, LLC, ("Navitas") organized by Navitas Global, to complete the second phase of the Dorothy Project ("Dorothy 1B"). Under a Contribution Agreement among the parties, the Company owned a substantially complete 25MW data center under construction, in which the Company had contributed capital expenditures for the data center. Soluna and Navitas amended and restated the Initial LLCA (the "Existing LLCA") to reflect Navitas' contribution of $4,500,000 and its receipt of 4,500 Membership Interests, constituting 26.5% of the outstanding Membership Interests of the Company. On June 2, 2023, Soluna and Navitas amended and restated the Existing LLCA to (a) reflect (i) Navitas's additional capital contribution of $7,596,970 and receipt of an additional 7,597 Membership Interests, for a total of 12,097 Membership Interests and 49% ownership of DVCC, and (ii) Soluna's additional capital contribution of $1,340,000 and receipt of an additional 1,340 Membership Interests, for a total of 12,590 Membership Interests and 51% ownership of DVCC, and (b) describe the respective rights and obligations of the Members and the management of DVCC. As of June 30, 2024, Navitas owns 45% and Soluna owns 55% of DVCC.

Soluna evaluated this legal entity under *ASC 810, Consolidations* and determined that DVCC is a variable interest entity that should be consolidated into Soluna, with a non-controlling interest recorded to account for Navita's equity ownership of the Company. Soluna has a variable interest in DVCC. The entity was designed by Soluna to create an entity for outside investors to invest in specific projects. The creation of this entity resulted in Soluna, through its equity interest in DVCC, absorbing operational risk that the entity was created to create and distribute, resulting in Soluna having a variable interest in DVCC.

DVCC is a variable interest entity of Soluna due to DVCC being structured with non-substantive voting rights. This is due to the following two factors being met as outlined in *ASC 810-10-15-14* that require the Variable Interest Entity model to be followed.

a. The voting rights of Soluna are not proportional to their obligation to absorb the expected losses of the legal entity. Soluna gave Navitas veto rights over significant decisions, which results in Soluna having fewer voting rights relative to their obligation to absorb the expected losses of the legal entity.

b. Substantially all of DVCC's activities are conducted on behalf of Soluna, which has disproportionally fewer voting rights.

Also, Soluna is the primary beneficiary due to having the power to direct the activities of DVCC that most significantly impact the performance of DVCC due to its role as the manager handling the day-to-day activities of DVCC as well as majority ownership and the obligation to absorb losses or gains of DVCC that could be significant to Soluna.

Accordingly, the accounts of DVCC are consolidated in the accompanying financial statements.

The carrying amount of the VIE's assets and liabilities was as follows for DVCC:

(Dollars in thousands)	June 30, 2024	December 31, 2023
Current assets:		
Cash and restricted cash	$ 2,018	$ 2,575
Accounts receivable	98	217
Prepaids and other current assets	29	-
Other receivable, related party	743	476
Total current assets	2,888	3,268
Other assets- long term, related party	2,192	2,172
Operating lease right-of-use assets	87	90
Property, plant, and equipment, net	19,786	22,188
Total assets	$ 24,953	$ 27,718
Current liabilities:		
Accounts payable, related party	$ 1,493	$ 1,259
Accrued expense	1,271	2,213
Operating lease liability	7	7
Current portion of debt	460	1,682
Total current liabilities	3,231	5,161
Operating lease liability	80	83
Total liabilities	$ 3,311	$ 5,244

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Segment Information

6 Months Ended
Jun. 30, 2024

Segment Reporting [Abstract]

Segment Information

16. Segment Information

The Company applies ASC 280, *Segment Reporting*, in determining its reportable segments. The Company has two reportable segments: Cryptocurrency Mining and Data Center Hosting. The guidance requires that segment disclosures present the measure(s) used by the Chief Operating Decision Maker ("CODM") to decide how to allocate resources and for purposes of assessing such segments' performance. The Company's CODM is comprised of several members of its executive management team who use revenue and cost of revenues of both reporting segments to assess the performance of the business of our reportable operating segments.

No operating segments have been aggregated to form the reportable segments. The Company does not allocate all assets to the reporting segments as these are managed on an entity-wide basis. Therefore, the Company does not separately disclose the total assets of its reportable operating segments.

The Cryptocurrency Mining segment generates revenue from the cryptocurrency the Company earns through its mining activities, which is currently generated from Project Dorothy, and previously from Project Sophie and Marie. The Data Center Hosting segment generated revenue from contracts for the provision/consumption of electricity and operation of the data center from the Company's high performance computing facilities previously at Project Marie and currently from Project Sophie and Project Dorothy.

For the three months ended June 30, 2024 and 2023, approximately 100% and 0% of the Company's cryptocurrency mining revenue was generated from Project Dorothy 1B (data center located in Silverton, Texas), 0% and 100% from Project Sophie (data center located in Murray, Kentucky), respectively. For the six months ended June 30, 2024 and 2023, approximately 100% and 0% of the Company's cryptocurrency mining revenue was generated from Project Dorothy 1B, 0% and 79% from Project Sophie, and 0% and 21% from Project Marie, respectively.

For three months ended June 30, 2024 and 2023, approximately 73% and 40% of the Company's data center hosting revenue was generated from Project Dorothy 1A and 27% and 60% from Project Sophie. For six months ended June 30, 2024 and 2023, approximately 70% and 32% of the Company's data center hosting revenue was generated from Project Dorothy 1A, 30% and 48% from Project Sophie, 0% and 19% from Project Marie, and 0% and 1% from Project Edith.

The Company evaluates performance based on profit or loss from operations before income taxes, accounting changes, items management does not deem relevant to segment performance, and interest income and expense. Inter-segment sales and expenses are not significant. Non-cash items of depreciation and amortization are included within both costs of sales and selling, general and administrative expenses.

The following table details revenue and cost of revenues for the Company's reportable segments for three and six months ended June 30, 2024 and 2023, and reconciles to net income (loss) on the consolidated statements of operations:

(Dollars in thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Reportable segment revenue:				
Cryptocurrency mining revenue	$ 4,484	$ 915	$ 10,880	$ 3,711
Data hosting revenue	4,898	1,153	10,176	1,439
Demand response service revenue	293	-	1,168	-
Total segment and consolidated revenue	9,675	2,068	22,224	5,150
Reportable segment cost of revenue:				
Cost of cryptocurrency mining revenue, exclusive of depreciation	1,883	1,160	3,724	3,410
Cost of data hosting revenue, exclusive of depreciation	2,176	759	4,427	1,031
Cost of revenue-depreciation	1,506	539	3,029	1,164
Total segment and consolidated cost of revenues	5,565	2,458	11,180	5,605
Reconciling items:				
General and administrative expenses	7,785	6,515	14,183	13,252
Impairment on fixed assets	-	169	130	379
Interest expense	449	486	873	1,861
Loss on debt extinguishment and revaluation	5,600	2,054	8,698	1,581
Loss (gain) on sale of fixed assets	21	(48)	21	30
Other expense, net	49	238	25	224
Income tax (benefit) from continuing operations	(649)	(547)	(1,197)	(1,093)
Net loss	(9,145)	(9,257)	(11,689)	(16,689)
(Less) Net (income) loss attributable to non-controlling interest	(1,728)	482	(4,438)	852
Net loss attributable to Soluna Holdings, Inc.	$ (10,873)	$ (8,775)	$ (16,127)	$ (15,837)
Capital expenditures	44	2,035	278	2,895
Depreciation and amortization	3,909	2,918	7,834	5,920

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Subsequent Events

6 Months Ended
Jun. 30, 2024

Subsequent Events [Abstract]

Subsequent Events

17. Subsequent Events

Amendment to June 2024 Secured Note Financing

On July 12, 2024, the Company, CloudCo, Soluna Cloud, and the Existing Investor entered into a First Amendment to the Note Purchase Agreement (the "June SPA Amendment"). This amendment allows CloudCo to issue additional secured promissory notes totaling $1,250,000 (the "Additional Notes") to new accredited investors (the "Additional Investors"). These Additional Notes are subject to the same terms and conditions as the June 2024 Secured Note financing and are supported by the Cloud Agreements and the Holdings Agreements.

To further incentivize the Additional Investors, Soluna Cloud will issue warrants (the "Cloud Additional Warrants") to each Additional Investor. These Cloud Additional Warrants are exercisable within three years from the effective date of the June SPA Amendment. They allow the purchase of a number of shares of Soluna Cloud common stock equal to 1.25% of Soluna Cloud's issued and outstanding common stock as of the Cloud Additional Warrant date, divided by 0.9875, plus 1.25% of each Qualified Issuance, divided by 0.9875.

A "Qualified Issuance" includes any issuance of common stock by Soluna Cloud from the day after the Cloud Additional Warrant date until the earlier of raising an additional $111.25 million or December 31, 2024, as well as shares issuable upon exercise or conversion of convertible securities issued during this period, excluding certain equity compensation plan issuances.

Dorothy 2 Project Financing

On July 22, 2024 (the "Effective Date"), Soluna Holdings, Inc. (the "Company") closed financing for the Dorothy 2 project. This project involves Soluna Digital, Inc. (the "Developer") and Soluna DVSL II ComputeCo, LLC (the "ComputeCo"), a special purpose vehicle initially owned solely by the Developer. They are collaborating on the development, design, procurement, and construction of a 48 MW modular data center (the "Project Dorothy 2") in Briscoe County, TX. This facility, located in Silverton, Texas, is owned by ComputeCo and operated by Soluna US Services, LLC, and may engage in cryptocurrency, batch processing, and other non-crypto related activities. It is adjacent to two other Soluna modular data center projects at the same site.

Project Dorothy 2 is financed by Soluna2 SLC Fund II Project Holdco LLC (the "Investor") with a capital contribution of up to $29.98 million, and the Developer, as the parent company of ComputeCo, with an initial capital contribution of up to $4.6 million. As of the Effective Date, the Company and the Developer became co-owners of ComputeCo.

The Dorothy 2 project allows the Developer to invest in ComputeCo, with the total ownership of the Developer and its affiliates capped at 49% of the Class B Membership Interests. This investment can occur within 30 days after the Effective Date (treated equally to the initial Investor), from day 31 to 180 days after the Effective Date (subject to a purchase price formula with a 20% discount rate), or after 180 days with the initial Investor's approval.

On May 16, 2024, the Company secured $1.0 million in financing from the Investor for equipment and machinery for Project Dorothy 2 through an Equipment Loan Agreement (the "ELA") between SDI SL Borrowing - 1, LLC (the "Borrower") and the Investor. On that date, the Investor lent the Borrower $720,000 to purchase medium voltage cables and low voltage switchboards. This debt was later assigned to ComputeCo on the Effective Date. Subsequently, the Borrower repaid the $720,000 borrowing amount in full by issuing the Investor Class B Membership Interests in the Dorothy 2 project valued at three times the borrowing amount (i.e., $2.16 million).

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Basis of Presentation (Policies)

6 Months Ended
Jun. 30, 2024

Accounting Policies [Abstract]

Principles of Consolidation

Principles of Consolidation

The condensed consolidated financial statements include the accounts of the Company and its subsidiaries, including the Company's variable interest entities disclosed in Note 15. All intercompany balances and transactions are eliminated in consolidation.

Reverse Stock Split

Reverse Stock Split

On October 11, 2023, the Company filed a Certificate of Change (the "Certificate of Change") effecting a reverse stock split as of 5:00 p.m. Eastern Standard Time on October 13, 2023 with a ratio of 1-for-25 (the "Reverse Split"). The Company's common stock began trading on a post-split basis under the Company's existing trading symbol, "SLNH," when the market opened on October 16, 2023. The reverse stock split was approved by the Board of Directors and by shareholders at the annual meeting of the stockholders on June 29, 2023. At the effective time, every 25 issued and outstanding shares of the Company common stock was converted automatically into one share of the Company's common stock without any change in the par value per share. The Reverse Split did not change the number of shares of common stock authorized for issuance. No fractional shares were outstanding following the Reverse Split. Any holder who would have received a fractional share of common stock was automatically entitled to receive an additional fraction of a share of common stock to round up to the next whole share.

The primary goal of the Reverse Stock Split was to increase the per share price of the Common Stock in order to meet the minimum per share price requirement of $1.00 for continued listing on the Nasdaq. On October 30, 2023, the Company received a notice of compliance from NASDAQ.

In addition, effective as of the same time as the Reverse Split, proportionate adjustments were made to all then-outstanding equity awards, warrants and convertible securities with respect to the number of shares of common stock subject to such award or security and the exercise or conversion price thereof. Furthermore, the number of shares of common stock available for issuance under the Company's equity incentive plans has been proportionately adjusted for the Reverse Split ratio, such that fewer shares will be subject to such plans. Furthermore, proportionate adjustments were made to the conversion factor at which the Company's Series B Preferred Stock, par value $0.0001 per share (the "Series B Preferred Stock"), may be converted to Common Stock. The total number of shares of Series B Preferred Stock of the Company authorized for issuance remained at 187,500.

The effects of the Reverse Stock Split have been reflected in these financial statements and the accompanying footnotes for all periods presented, which includes adjusting the description of any activity that may have been transacted on a pre-Reverse Stock Split basis.

Cash and Cash Equivalents

Cash and Cash Equivalents

Cash and cash equivalents consist of cash and highly liquid short-term investments with original maturities of less than three months.

Restricted Cash

Restricted Cash

Restricted cash relates to cash that is legally restricted as to withdrawal and usage or is being held for a specific purpose and thus not available to the Company for immediate or general business use. As of June 30, 2024, the Company had restricted cash of approximately $3.0 million, in which $2.0 million was classified as current and $1.0 million was classified as non-current. As of December 31, 2023, the Company had restricted cash of approximately $4.0 million, in which $3.0 million was classified as current and $1.0 million was classified as non-current. The balance in restricted cash relates to funds held in escrow accounts due to sales of equipment that were executed, in which the Company can release to the convertible noteholders only if they request their share of funds. If no funds are distributed to the convertible noteholders from the escrow account by January 24, 2025, the funds may be used for general purposes for the Company. In addition, there was a restricted deposit held with a customer that was for less than 12 months. The Company has a long-term restricted cash balance in relation to a collateralized deposit.

Deposits and Credits on equipment

Deposits and Credits on equipment

As of June 30, 2024 and December 31, 2023, the Company had approximately $3.1 million and $1.0 million, respectively, in deposits and credits on equipment that had not yet been received by the Company. Once the Company receives such equipment in the subsequent period, the Company will reclassify such balance into Property, Plant, and Equipment. Included in these balances is a credit on equipment of $975 thousand which is restricted to be used on future purchases by September 1, 2024 ("expiration date"). The Company notes that if an order is not executed by the expiration date, the credit would be forfeited. The Company intends to utilize the full credit balance for future orders prior to the expiration date.

Warrant Liability

Warrant Liability

Under the guidance in ASC 815, *Derivatives and Hedging* (ASC 815), certain Company warrants associated with the Fourth Amendment on February 28, 2024 did not meet the criteria for equity treatment, due to being subject to shareholder approval. As such, the warrants were recorded on the balance sheet at fair value. This valuation was subject to re-measurement at each balance sheet date. With each re-measurement, the warrant valuation was adjusted to fair value, with the change in fair value recognized in the Company's condensed consolidated statement of operations. On May 30, 2024, shareholder approval was obtained removing the cap containment provision, and as such, the liability accounting treatment was no longer required. Since all other criteria were met to be treated as an equity, the Company adjusted the warrant liability as of the date of shareholder approval and reclassified balance to equity. As such, the Company accounted for the change in the fair value of the warrant liability as of the date of the shareholder approval (May 30, 2024).

As discussed in Footnote 8, on June 20, 2024, Soluna AL Cloudco, LLC (the "Company"), a subsidiary of Soluna Cloud, Inc ("Cloud"), entered into a Promissory Note Agreement of $12.5 million with an accredited investor. In consideration of entering into the promissory note, Cloud provided warrants to the accredited investor. Since the warrants were determined to not be indexed to the Company's own stock under ASC 815-40-15, and since the warrants to be delivered upon exercise are not readily convertible to cash, they do not meet the net settlement criteria within ASC 815-10-15-83. While Soluna Holdings, Inc is publicly traded, the shares provided are specific to Soluna Cloud, Inc, which is a subsidiary of Soluna Holdings, Inc. The shares of Soluna Cloud, Inc are not publicly traded and therefore the common stock underlying the warrant is not readily convertible to cash. Further evaluation of the Warrants under ASC 815-10 was required to determine if the Warrants meet the definition of a derivative. Since the warrants do not meet the definition of a derivative instrument, the warrants are classified as a liability that are required to be adjusted to fair market value.

Reclassification

Reclassification

Certain prior year amounts have been reclassified for consistency with the current year presentation. These reclassifications had no effect on the reported results of operations or net assets.

Correction of an Error

Correction of an Error

While preparing the Company's Form 10-K for the year ended December 31, 2023, the Company identified the following errors related to the presentation of basic and diluted Earnings Per Share ("EPS") in its historical filing for the year ended December 31, 2022, and for the quarters ended March 31, 2023, June 30, 2023, and September 30, 2023:

- Inclusion of the net income/loss from noncontrolling interest in the numerator;
- Inclusion of the cumulative undeclared preferred dividends in the numerator;
- Exclusion of shares issued for little or no cash consideration (ie: penny warrants) in the denominator.

In accordance with SEC Staff Accounting Bulletin No. 99, "Materiality," and SEC Staff Accounting Bulletin No. 108, "Considering the Effects of Prior Year Misstatements when Quantifying Misstatements in Current Year Financial Statements;" the Company evaluated the errors and has determined that the related impacts were not material to any prior annual or 10-Q report, but that correcting the cumulative impact of such errors would be significant to our EPS for the year ended December 31, 2023. Accordingly, the Company has corrected such immaterial errors by adjusting its December 31, 2022 consolidated statement of operations related to the calculation of earnings per share. The Company also corrected previously reported interim financial information for such immaterial errors in future filings, as applicable. The following summarizes the effect of the revision on each financial statement line item.

The following analysis provides a comparison amongst the basic and diluted EPS as reported on the Form 10-Q for the quarters ended June 30, 2023, and September 30, 2023, and the final revised basic and diluted EPS calculation to correct all identified errors:

	For the three months ended June 30, 2023			For the six months ended June 30, 2023		
	(1) As Reported	As Revised	Change	(1) As Reported	As Revised	Change
Basic and Diluted net loss per share	$ (8.44)	$ (9.54)	$ (1.10)	$ (17.14)	$ (19.74)	$ (2.60)

(1) Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for- 25 that became effective October 13, 2023. See Note 2, "Basis of Presentation," for details.

	For the three months ended September 30, 2023			For the nine months ended September 30, 2023		
	As Reported	As Revised	Change	As Reported	As Revised	Change
Basic and Diluted net loss per share	$ (4.40)	$ (5.96)	$ (1.56)	$ (20.11)	$ (24.16)	$ (4.05)

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Basis of Presentation (Tables) — **6 Months Ended Jun. 30, 2024**

Accounting Policies [Abstract]

Schedule of Error Corrections of Basic and Diluted EPS

The following analysis provides a comparison amongst the basic and diluted EPS as reported on the Form 10-Q for the quarters ended June 30, 2023, and September 30, 2023, and the final revised basic and diluted EPS calculation to correct all identified errors:

	For the three months ended June 30, 2023			For the six months ended June 30, 2023		
	(1) As Reported	As Revised	Change	(1) As Reported	As Revised	Change
Basic and Diluted net loss per share	$ (8.44)	$ (9.54)	$ (1.10)	$ (17.14)	$ (19.74)	$ (2.60)

(1) Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for- 25 that became effective October 13, 2023. See Note 2, "Basis of Presentation," for details.

	For the three months ended September 30, 2023			For the nine months ended September 30, 2023		
	As Reported	As Revised	Change	As Reported	As Revised	Change
Basic and Diluted net loss per share	$ (4.40)	$ (5.96)	$ (1.56)	$ (20.11)	$ (24.16)	$ (4.05)

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Accounts Receivable, net (Tables) — **6 Months Ended Jun. 30, 2024**

Receivables [Abstract]

Schedule of Accounts Receivable

Accounts receivables consist of the following at:

(Dollars in thousands)	June 30, 2024	December 31, 2023
Data hosting	$ 1,892	$ 2,456
Related party receivable	8	8
Demand response service receivable	1,436	268
Proprietary mining Coinbase receivable	98	216
Other	244	-
Allowance for expected credit losses	(244)	-
Total	$ 3,434	$ 2,948

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Property, Plant and Equipment (Tables) — **6 Months Ended Jun. 30, 2024**

Property, Plant and Equipment [Abstract]

Schedule of Plant And Equipment

Property, plant and equipment consist of the following at:

(Dollars in thousands)	June 30, 2024	December 31, 2023
Land and land improvements	$ 1,553	$ 1,538
Buildings and leasehold improvements	25,361	25,369
Computers and related software	11,456	11,764
Machinery and equipment	9,104	9,054
Office furniture and fixtures	35	28
Construction in progress	817	1,111
	48,326	48,864
Less: Accumulated depreciation	(6,854)	(4,292)
	$ 41,472	$ 44,572

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Intangible Assets (Tables) — **6 Months Ended Jun. 30, 2024**

Goodwill and Intangible Assets Disclosure [Abstract]

Schedule of Intangible Assets

Intangible assets consist of the following as of June 30, 2024:

(Dollars in thousands)	Intangible Assets	Accumulated Amortization	Total

Strategic pipeline contract	$ 46,885	$ 25,005	$ 21,880
Assembled workforce	500	267	233
Patents	229	14	215
Total	$ 47,614	$ 25,286	$ 22,328

Intangible assets consist of the following as of December 31, 2023:

(Dollars in thousands)	Intangible Assets	Accumulated Amortization	Total
Strategic pipeline contract	$ 46,885	$ 20,317	$ 26,568
Assembled workforce	500	216	284
Patents	165	10	155
Total	$ 47,550	$ 20,543	$ 27,007

Schedule of Amortization Expense of Intangible Assets

The Company expects to record amortization expense of intangible assets over the next five years and thereafter as follows:

(Dollars in thousands) Year	2024
2024 (remainder of the year)	$ 4,744
2025	9,488
2026	7,908
2027	11
2028	11
Thereafter	166
Total	$ 22,328

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Debt (Tables)

6 Months Ended
Jun. 30, 2024

Debt Disclosure [Abstract]

Schedule of Debt

Debt consists of the following

(Dollars in thousands):	Maturity Date	Interest Rate	June 30, 2024	December 31, 2023
Convertible Note	January 24, 2025	*18%	$ 7,851	$ 8,474

* Default interest was waived on March 10, 2023, and no further default interest applied on the Convertible Note for the remainder of the year.

Schedule of Changes in Level 3 Financial Liabilities Carried at Fair Value

(in thousands)	
Balance, January 1, 2023	$ 12,254
Conversions of debt (January 2023- March 31, 2023)	(1,395)
Total revaluation gains (January 2023- March 31, 2023)	(473)
Balance, March 31, 2023	10,386
Conversions of debt (April 1, 2023- June 30, 2023)	(400)
Total revaluation losses (April 1, 2023- June 30, 2023)	724
Balance June 30, 2023	10,710
Conversions of debt (July 1, 2023- December 31, 2023)	(4,219)
Total revaluation losses (July 1, 2023- December 31, 2023)	1,983
Balance December 31, 2023	8,474
Conversions of debt (January 1, 2024- March 31, 2024)	(1,023)
Total revaluation gains (January 1, 2024- March 31, 2024)	(1,235)
Balance March 31, 2024	6,216
Conversions of debt (April 1, 2024- June 30, 2024)	(2,689)
Extension fee	325
Total revaluation losses (April 1, 2024- June 30, 2024)	3,999
Balance June 30, 2024	$ 7,851

Schedule of Fair Value Assumptions For Convertible Notes

The following table represents the significant and subjective fair value assumptions used for Convertible Notes during the six months ended June 30, 2024:

	Six months ended June 30, 2024
Stock price	$ 2.88 – 6.09
Conversion price	$ 3.78
Volatility	90.0 – 115%
Risk-free interest rate	5.31- 5.46%

Schedule of Fair Value Assumptions For Warrants Issued

The following table represents the significant fair value assumptions used for warrants issued or repriced during the six months ended June 30, 2024:

	Six months ended June 30, 2024
Stock price	$ 2.88- 4.07
Exercise price	$ 0.01- 20.00
Expected term in years	2.68 – 8.77
Expected dividend yield	0.00%
Volatility	110.0 – 137.50%
Risk-free interest rate	4.28- 4.44%

Schedule of Financing Debt

NYDIG Financing

(Dollars in thousands)	Maturity Dates	Interest Rate	January 1, 2024 - June 30, 2024	January 1, 2023 - December 31, 2023
NYDIG Loans #1-11	April 25, 2023 thru January 25, 2027*	12% thru 15%	$ 9,183	$ 10,546
Less: repossession of collateralized assets			—	(1,363)
Total outstanding debt			$ 9,183	$ 9,183

* Due to event of default- the entire NYDIG Financing became current, see note below.

Schedule of Navitas Term Loan

Navitas Term Loan

(Dollars in thousands)	Maturity Date	Interest Rate	January 1, 2024- June 30, 2024	May 9, 2023- December 31, 2023
Term Loan and capitalized interest (excludes debt issuance cost)	May 9, 2025	15%	$ 1,707	$ 2,254
Less: principal and capitalized interest payments			(1,234)	(547)
Less: debt issuance costs			(13)	(25)
Total outstanding debt			$ 460	$ 1,682

Schedule of Secured Note Financing

June 2024 Secured Note Financing

(Dollars in thousands)	Maturity Date	Interest Rate	June 20, 2024- June 30, 2024
Term Loan and capitalized interest (excludes debt issuance cost)	June 20, 2027	9%	$ 12,531
Less: principal and capitalized interest payments			-
Less: debt discount			(314)
Less: debt issuance costs			(557)
Total outstanding note			11,660
(Less) Current note outstanding			2,632
Long-term note outstanding			$ 9,028

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Stockholders' Equity (Tables)

6 Months Ended
Jun. 30, 2024

Equity [Abstract]

Schedule of Reserved Shares of Common Stock for Future Issuance

The Company had reserved common shares for future issuance as follows as of June 30, 2024:

Stock options outstanding	3,325
Restricted stock units outstanding	5,692
Warrants outstanding	3,820,152

Common stock available for future equity awards or issuance of options	15,951
Number of common shares reserved	3,845,120

Schedule of Basic and Diluted Per Share Computations for Continuing Operations

The following table sets forth the reconciliation of the numerators and denominators of the basic and diluted per share computations for operations for the three and six months ended June 30:

(Dollars in thousands, except shares)	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Numerator:				
Net loss	$ (9,145)	$ (9,257)	$ (11,689)	$ (16,689)
(Less) Net income (loss) attributable to non-controlling interest	(1,728)	482	(4,438)	852
Net loss attributable to Soluna Holdings, Inc.	(10,873)	(8,775)	(16,127)	(15,837)
Less: Preferred dividends or deemed dividends	(66)	(252)	(452)	(383)
Less: Cumulative Preferred Dividends in arrears	(2,609)	(1,722)	(4,331)	(3,444)
Balance	$ (13,548)	$ (10,749)	$ (20,910)	$ (19,664)
Denominator:				
Basic and Diluted EPS:				
Common shares outstanding, beginning of period, including penny warrants	2,958,851	1,015,255	2,592,454	940,047
Weighted average common shares issued during the period including penny warrants issued and outstanding as of quarter-end	1,594,845	109,436	1,091,104	55,021
Denominator for basic earnings per common shares —	4,563,696	1,126,091	3,683,558	996,228
Weighted average common shares	(2.97)	(9.54)	(5.68)	(19.74)

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Commitments and Contingencies (Tables)

6 Months Ended
Jun. 30, 2024

Commitments and Contingencies Disclosure [Abstract]

Schedule of Lease Expense Recognized on Straight-line Basis Over Lease Term

Lease expense for these leases is recognized on a straight-line basis over the lease term. For the three and six months ended June 30, total lease costs are comprised of the following:

(Dollars in thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Operating lease cost	$ 61	$ 60	$ 122	$ 116
Short-term lease cost	—	—	—	—
Total net lease cost	$ 61	$ 60	$ 122	$ 116

Schedule of Other Information Related to Leases

Other information related to leases was as follows:

	Six Months Ended June 30, 2024
Weighted Average Remaining Lease Term (in years):	
Operating leases	4.15
Weighted Average Discount Rate:	
Operating leases	7.03%

(Dollars in thousands)	Six Months Ended June 30, 2024	Six Months Ended June 30, 2023
Supplemental Cash Flows Information:		
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows from operating leases	$ 123	$ 111
Non-Cash Activity Right-of-use assets obtained in exchange for lease obligations:		
Operating leases	$ -	$ 397

Schedule of Maturity of Operating Lease Liabilities

Maturities of noncancellable operating lease liabilities are as follows for the quarter ending June 30:

(Dollars in thousands)	2024
2024 (remainder of year)	$ 124
2025	79
2026	29
2027	29
2028	29
Thereafter	116
Total lease payments	406
Less: imputed interest	(78)
Total lease obligations	328
Less: current obligations	159
Long-term lease obligations	$ 169

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PROJECT MARIE (Tables)

6 Months Ended
Jun. 30, 2024

Project Marie [Member]

Short-Term Debt [Line Items]

Schedule of Results of Project Marie

Set forth below are the results of Project Marie:

(Dollars in thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Cryptocurrency mining revenue	$ -	$ -	$	$ 769
Operating service revenue-intercompany	2	-	5	-
Data hosting revenue	-	-	-	276
Total revenue	2	-	5	1,045
Operating costs:				
Cost of cryptocurrency mining revenue, exclusive of depreciation	-	-	-	801
Cost of revenue- depreciation	-	8	-	130
Data hosting (income) costs		(10)	-	205
Operational service costs-intercompany	1	-	2	-
General and administrative expense	-	34	(32)	319
Impairment on fixed assets	-	-	-	43
Interest expense	361	315	723	692
Gain (loss) on sale of fixed assets	-	-	-	11
Gain on settlement	254	-	254	-
Other income, net	4	-	11	-
Net loss before income taxes	$ (102)	$ (347)	$ (423)	$ (1,134)

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VARIABLE INTEREST ENTITY (Tables)

6 Months Ended
Jun. 30, 2024

DVSL ComputeCo, LLC [Member]

Schedule of Variable Interest Entities of Assets and Liabilities

The carrying amount of the VIE's assets and liabilities was as follows:

(Dollars in thousands)	June 30, 2024	December 31, 2023
Current assets:		
Cash and restricted cash	$ 3,090	$ 2,275
Accounts receivable	1,105	1,201
Other receivable, related party	283	185
Prepaids and other current assets	29	-
Total current assets	4,507	3,661
Other assets- long term, related party	2,192	2,172
Operating lease right-of-use assets	87	90
Property, plant, and equipment	13,195	13,712
Total assets	$ 19,981	$ 19,635

Current liabilities:		
Accounts payable, related party	$ 95	$ -
Accrued expense	1,011	677
Customer deposits-current	1,300	-
Operating lease liability	7	7
Total current liabilities	2,413	684
Operating lease liability	80	83
Customer deposits- long term	-	1,190
Other liabilities, related party	224	224
Total liabilities	$ 2,717	$ 2,181

DV ComputeCo, LLC [Member]

Schedule of Variable Interest Entities of Assets and Liabilities

The carrying amount of the VIE's assets and liabilities was as follows for DVCC:

(Dollars in thousands)	June 30, 2024	December 31, 2023
Current assets:		
Cash and restricted cash	$ 2,018	$ 2,575
Accounts receivable	98	217
Prepaids and other current assets	29	-
Other receivable, related party	743	476
Total current assets	2,888	3,268
Other assets- long term, related party	2,192	2,172
Operating lease right-of-use assets	87	90
Property, plant, and equipment, net	19,786	22,188
Total assets	$ 24,953	$ 27,718
Current liabilities:		
Accounts payable, related party	$ 1,493	$ 1,259
Accrued expense	1,271	2,213
Operating lease liability	7	7
Current portion of debt	460	1,682
Total current liabilities	3,231	5,161
Operating lease liability	80	83
Total liabilities	$ 3,311	$ 5,244

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Segment Information (Tables)

6 Months Ended Jun. 30, 2024

Segment Reporting [Abstract]

Schedule of Segment Reporting Information

The following table details revenue and cost of revenues for the Company's reportable segments for three and six months ended June 30, 2024 and 2023, and reconciles to net income (loss) on the consolidated statements of operations:

(Dollars in thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2024	2023	2024	2023
Reportable segment revenue:				
Cryptocurrency mining revenue	$ 4,484	$ 915	$ 10,880	$ 3,711
Data hosting revenue	4,898	1,153	10,176	1,439
Demand response service revenue	293	-	1,168	-
Total segment and consolidated revenue	9,675	2,068	22,224	5,150
Reportable segment cost of revenue:				
Cost of cryptocurrency mining revenue, exclusive of depreciation	1,883	1,160	3,724	3,410
Cost of data hosting revenue, exclusive of depreciation	2,176	759	4,427	1,031
Cost of revenue-depreciation	1,506	539	3,029	1,164
Total segment and consolidated cost of revenues	5,565	2,458	11,180	5,605
Reconciling items:				
General and administrative expenses	7,785	6,515	14,183	13,252
Impairment on fixed assets	-	169	130	379
Interest expense	449	486	873	1,861
Loss on debt extinguishment and revaluation	5,600	2,054	8,698	1,581
Loss (gain) on sale of fixed assets	21	(48)	21	30
Other expense, net	49	238	25	224
Income tax (benefit) from continuing operations	(649)	(547)	(1,197)	(1,093)
Net loss	(9,145)	(9,257)	(11,689)	(16,689)
(Less) Net (income) loss attributable to non-controlling interest	(1,728)	482	(4,438)	852
Net loss attributable to Soluna Holdings, Inc.	$ (10,873)	$ (8,775)	$ (16,127)	$ (15,837)
Capital expenditures	44	2,035	278	2,895
Depreciation and amortization	3,909	2,918	7,834	5,920

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Nature of Operations (Details Narrative) - USD ($) $ in Thousands

	Jun. 18, 2024	Jun. 30, 2024	Jun. 24, 2024	Dec. 31, 2023	Sep. 05, 2023	Feb. 23, 2023
Security agreement with support and professional services	$ 34,000					
Initial pre-payment			$ 10,300			
Description of payment terms	The HPE Agreement has a term of 36 months, during which monthly payments will be made for approximately $667 thousand, and the services thereunder are expandable upon agreement of the parties					
Cash on hand		$ 9,558		$ 6,368		
NYDIG ABL LLC [Member]						
Value of collateralized assets repossessed					$ 3,400	$ 3,400
Outstanding principal balance		9,200				
Accrued interest and penalities		$ 1,500				
DVSL ComputeCo, LLC [Member]						
Ownership percentage		14.60%				
DV ComputeCo, LLC [Member]						
Ownership percentage		55.00%				

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Schedule of Error Corrections of Basic and Diluted EPS (Details) - $ / shares

	3 Months Ended			6 Months Ended		9 Months Ended
	Jun. 30, 2024	Sep. 30, 2023	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023	Sep. 30, 2023
Basic net loss per share	$ (2.97)	$ (5.96)	$ (9.54)	$ (5.68)	$ (19.74)	$ (24.16)
Diluted net loss per share	$ (2.97) [1]	(5.96)	(9.54) [1]	$ (5.68) [1]	(19.74) [1]	(24.16)
Previously Reported [Member]						
Basic net loss per share		(4.40)	(8.44) [2]		(17.14) [2]	(20.11)
Diluted net loss per share		(4.40)	(8.44) [2]		(17.14) [2]	(20.11)
Revision of Prior Period, Adjustment [Member]						
Basic net loss per share		(1.56)	(1.10)		(2.60)	(4.05)
Diluted net loss per share		$ (1.56)	$ (1.10)		$ (2.60)	$ (4.05)

[1] Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for-25 that became effective October 13, 2023. See Note 2, "Basis of Presentation," for details.

[2] Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for- 25 that became effective October 13, 2023. See Note 2, "Basis of Presentation," for details.

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Basis of Presentation (Details Narrative) - USD ($)

Oct. 13,	Oct. 11, 2023	Jun. 30,	Jun. 20,	Dec. 31,

$ / shares in Units, $ in Thousands	2023		2024	2024	2023
Reverse stock split ratio	1-for-25				
Reverse stock split description		every 25 issued and outstanding shares of the Company common stock was converted automatically into one share of the Company's common stock without any change in the par value per share			
Shares price, minimum		$ 1.00			
Restricted cash			$ 3,000		$ 4,000
Restricted cash current			1,951		2,999
Restricted cash noncurrent			1,000		1,000
Deposits on equipment			3,100		$ 1,000
Deposits			$ 975		
Promissory Note Agreement with accredited investor				$ 12,500	
Series B Preferred Stock [Member]					
Preferred stock, par value			$ 0.0001		$ 0.0001
Preferred stock, shares authorized			187,500		187,500

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Schedule of Accounts Receivable (Details) - USD ($) $ in Thousands	Jun. 30, 2024	Dec. 31, 2023
Accounts, Notes, Loans and Financing Receivable [Line Items]		
Allowance for expected credit losses	$ (244)	
Accounts receivables, net	3,434	2,948
Data Hosting Receivable [Member]		
Accounts, Notes, Loans and Financing Receivable [Line Items]		
Accounts receivables, gross	1,892	2,456
Related Party Receivable [Member]		
Accounts, Notes, Loans and Financing Receivable [Line Items]		
Accounts receivables, gross	8	8
Demand Response Service Receivable [Member]		
Accounts, Notes, Loans and Financing Receivable [Line Items]		
Accounts receivables, gross	1,436	268
Proprietary Mining Coinbase Receivable [Member]		
Accounts, Notes, Loans and Financing Receivable [Line Items]		
Accounts receivables, gross	98	216
Other Receivable [Member]		
Accounts, Notes, Loans and Financing Receivable [Line Items]		
Accounts receivables, gross	$ 244	

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Accounts Receivable, net (Details Narrative) - USD ($) $ in Thousands	3 Months Ended	6 Months Ended		
	Jun. 30, 2024	Jun. 30, 2024	Jun. 30, 2023	Dec. 31, 2023
Receivables [Abstract]				
Allowance for doubtful accounts	$ 244	$ 244		$ 0
Provision on credit loss	$ 244	$ 244		

XML 62 R42.htm IDEA: XBRL DOCUMENT

Schedule of Plant And Equipment (Details) - USD ($) $ in Thousands	Jun. 30, 2024	Dec. 31, 2023
Property, Plant and Equipment [Line Items]		
Property, plant and equipment, gross	$ 48,326	$ 48,864
Less: Accumulated depreciation	(6,854)	(4,292)
Property, plant and equipment, net	41,472	44,572
Land and Land Improvements [Member]		
Property, Plant and Equipment [Line Items]		
Property, plant and equipment, gross	1,553	1,538
Buildings and Leasehold Improvements [Member]		
Property, Plant and Equipment [Line Items]		
Property, plant and equipment, gross	25,361	25,369
Computers and Related Software [Member]		
Property, Plant and Equipment [Line Items]		
Property, plant and equipment, gross	11,456	11,764
Machinery and Equipment [Member]		
Property, Plant and Equipment [Line Items]		
Property, plant and equipment, gross	9,104	9,054
Office Furniture and Fixtures [Member]		
Property, Plant and Equipment [Line Items]		
Property, plant and equipment, gross	35	28
Construction in Progress [Member]		
Property, Plant and Equipment [Line Items]		
Property, plant and equipment, gross	$ 817	$ 1,111

XML 63 R43.htm IDEA: XBRL DOCUMENT

Property, Plant and Equipment (Details Narrative) - USD ($) $ in Thousands	1 Months Ended				3 Months Ended		6 Months Ended				
	Jun. 30, 2023	May 31, 2023	Mar. 31, 2023	Jan. 31, 2023	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023	Mar. 31, 2024	Dec. 31, 2023	Dec. 31, 2022
Property, Plant and Equipment [Line Items]											
Depreciation					$ 1,500	$ 547	$ 3,091	$ 1,179			
Loss on sale of equipment				$ 82	21	48	21	31			
Proceeds from sale			$ 36	$ 213	145		215	561			
Impairment charges						169	130	377			
Equipment held for sale					28		28			$ 107	
Equipment held for sale					82		82				
Outstanding on equipment held for sale					28		28				
Third Party [Member]											
Property, Plant and Equipment [Line Items]											
Equipment held for sale									$ 133		
Equipment [Member]											
Property, Plant and Equipment [Line Items]											
Net book value of equipment					166		166				
Equipment One [Member]											
Property, Plant and Equipment [Line											

Items]								
Net book value of equipment				$ 236	$ 236			
M20 and M21 Miners [Member]								
Property, Plant and Equipment [Line Items]								
Net book value of equipment	$ 513				$ 513	513		$ 295
Scrap and Other Equipment [Member]								
Property, Plant and Equipment [Line Items]								
Loss on sale of equipment			$ 3					
M30 Miners [Member]								
Property, Plant and Equipment [Line Items]								
Proceeds from sale	$ 48	$ 48						
Switchgear and M31 [Member]								
Property, Plant and Equipment [Line Items]								
Loss on sale of equipment						0		
Proceeds from sale						476		
Power Supply Units [Member]								
Property, Plant and Equipment [Line Items]								
Impairment charges						165		
M31 Miners [Member]								
Property, Plant and Equipment [Line Items]								
Impairment charges						$ 43		

XML 64 R44.htm IDEA: XBRL DOCUMENT

Asset Acquisition (Details Narrative) - USD ($) $ in Millions	**Oct. 10, 2023**	**May 26, 2023**	**Oct. 29, 2021**	**Aug. 11, 2021**	**Jun. 30, 2024**
Business Acquisition [Line Items]					
Merger shares issued					15,951
Merger Agreement [Member]					
Business Acquisition [Line Items]					
New shares issued	39,600	19,800			
Merger shares issued		59,400			
Soluna [Member]					
Business Acquisition [Line Items]					
Ownership percentage					100.00%
Soluna Callisto [Member]					
Business Acquisition [Line Items]					
Merger shares issuable description				each share of common stock of Soluna Callisto issued and outstanding immediately prior to the effective time of the merger, other than shares owned by the Company or any of our subsidiaries, was canceled and converted into the right to receive a proportionate share of up to 118,800 shares (the “Merger Shares”) of the Company’s common stock payable upon the achievement of certain milestones within five years after the effective date in the merger, as set forth in the merger agreement and the schedules thereto (the “Merger Consideration”). See Note 11 for further information regarding our relationship with HEL.	
Fair value of merger consideration			$ 33.0		
Soluna Callisto [Member] | Condition One [Member]					
Business Acquisition [Line Items]					
Business acquisition description of acquired entity				Upon the Company achieving each one active MegaWatts (“Active MWs”) from the projects in which the cost requirement is satisfied, this will cause SHI to issue to HEL 792 shares for each one MW up to a maximum 150 Active MW.	
Soluna Callisto [Member] | Condition Two [Member]					
Business Acquisition [Line Items]					
Business acquisition description of acquired entity				If, on or before June 30, 2022, SCI or Soluna Callisto directly or indirectly achieves at least 50 active MWs from one or more of three current projects as set forth in the Merger Agreement that satisfy the Cost Requirement as defined within the Merger Agreement, then the Merger Shares will be issued at an accelerated rate of 1,188 Merger Shares for each of such first 50 Active MW, such that the Merger Shares in respect of the remaining 100 Active MWs (if any) will be issued at a reduced rate of 594 Merger Shares per Active MW (see below for extension and issuance of a proportion of shares);	
Soluna Callisto [Member] | Condition Three [Member]					
Business Acquisition [Line Items]					
Business acquisition description of acquired entity				If, by June 30, 2023, SCI or Soluna Calisto fail to achieve directly or indirectly (other than pursuant to a Portfolio Acquisition) at least 50 Active MW from Projects that satisfy the Cost Requirement, then the maximum aggregate number of Merger Shares shall be reduced from 118,800 to 59,400 (see below for extension and issuance of a proportion of shares);	
Soluna Callisto [Member] | Maximum [Member]					
Business Acquisition [Line Items]					
Shares issuable				118,800	
Surviving Corportions [Member]					
Business Acquisition [Line Items]					
Percentage of voting interest					50.00%

XML 65 R45.htm IDEA: XBRL DOCUMENT

Schedule of Intangible Assets (Details) - USD ($) $ in Thousands	**Jun. 30, 2024**	**Dec. 31, 2023**
Finite-Lived Intangible Assets [Line Items]		
Intangible Assets	$ 47,614	$ 47,550
Accumulated Amortization	25,286	20,543
Total	22,328	27,007
Strategic Pipeline Contract [Member]		
Finite-Lived Intangible Assets [Line Items]		

Intangible Assets	46,885	46,885
Accumulated Amortization	25,005	20,317
Total	21,880	26,568
Assembled Workforce [Member]		
Finite-Lived Intangible Assets [Line Items]		
Intangible Assets	500	500
Accumulated Amortization	267	216
Total	233	284
Patents [Member]		
Finite-Lived Intangible Assets [Line Items]		
Intangible Assets	229	165
Accumulated Amortization	14	10
Total	$ 215	$ 155

XML 66 R46.htm IDEA: XBRL DOCUMENT

Schedule of Amortization Expense of Intangible Assets (Details) - USD ($) $ in Thousands	**Jun. 30, 2024**	**Dec. 31, 2023**
Goodwill and Intangible Assets Disclosure [Abstract]		
2024 (remainder of the year)	$ 4,744	
2025	9,488	
2026	7,908	
2027	11	
2028	11	
Thereafter	166	
Total	$ 22,328	$ 27,007

XML 67 R47.htm IDEA: XBRL DOCUMENT

Intangible Assets (Details Narrative) - USD ($) $ in Millions	**3 Months Ended**	**6 Months Ended**	
	Jun. 30, 2024	**Jun. 30, 2024**	**Jun. 30, 2023**
Goodwill and Intangible Assets Disclosure [Abstract]			
Amortization expenses	$ 2.4	$ 2.4	$ 4.7

XML 68 R48.htm IDEA: XBRL DOCUMENT

Income Taxes (Details Narrative) - USD ($) $ in Thousands	**3 Months Ended**		**6 Months Ended**			
	Jun. 30, 2024	**Jun. 30, 2023**	**Jun. 30, 2024**	**Jun. 30, 2023**	**Dec. 31, 2023**	**Oct. 29, 2021**
Finite-Lived Intangible Assets [Line Items]						
Effective income tax rate	7.10%	4.50%	7.60%	6.10%		
Effective federal income tax rate		21.00%				
Deferred income tax benefit	$ 714	$ 544	$ 1,259	$ 1,094		
Current tax expense	65	0	65	0		
Amortization amount	2,400		2,400	4,700		
Deferred tax valuation allowance	37,200		37,200		$ 36,800	
Strategic Pipeline Contract [Member]						
Finite-Lived Intangible Assets [Line Items]						
Deferred tax liability						$ 10,900
Amortization amount	$ 547	$ 547	$ 1,100	$ 1,100		

XML 69 R49.htm IDEA: XBRL DOCUMENT

Schedule of Debt (Details) - USD ($) $ in Thousands	**6 Months Ended**		
	Jun. 30, 2024	**Jun. 20, 2024**	**Dec. 31, 2023**
Short-Term Debt [Line Items]			
Interest Rate	14.00%	9.00%	
Convertible Notes Payable [Member]			
Short-Term Debt [Line Items]			
Convertible Note	$ 7,851		$ 8,474
Maturity Date	Jan. 24, 2025		
Interest Rate	[1] 18.00%		

[1] Default interest was waived on March 10, 2023, and no further default interest applied on the Convertible Note for the remainder of the year.

XML 70 R50.htm IDEA: XBRL DOCUMENT

Schedule of Changes in Level 3 Financial Liabilities Carried at Fair Value (Details) - USD ($) $ in Thousands	**3 Months Ended**				**6 Months Ended**		
	Jun. 30, 2024	**Mar. 31, 2024**	**Jun. 30, 2023**	**Mar. 31, 2023**	**Jun. 30, 2024**	**Dec. 31, 2023**	**Jun. 30, 2023**
Platform Operator, Crypto Asset [Line Items]							
Total revaluation losses	$ 4,000		$ 724		$ 2,800		$ 251
Fair Value, Inputs, Level 3 [Member]							
Platform Operator, Crypto Asset [Line Items]							
Financial liabilities, Balance	6,216	$ 8,474	10,386	$ 12,254	8,474	$ 10,710	12,254
Conversions of debt	(2,689)	(1,023)	(400)	(1,395)		(4,219)	
Total revaluation losses	3,999	(1,235)	724	(473)		1,983	
Extension fee	325						
Financial liabilities, Balance	$ 7,851	$ 6,216	$ 10,710	$ 10,386	$ 7,851	$ 8,474	$ 10,710

XML 71 R51.htm IDEA: XBRL DOCUMENT

Schedule of Fair Value Assumptions For Convertible Notes (Details)	**Jun. 30, 2024**	**Feb. 28, 2024**
	$ / shares	**$ / shares**
Debt Instrument [Line Items]		
Conversion price		$ 3.78
Convertible Debt [Member] | Measurement Input, Conversion Price [Member]		
Debt Instrument [Line Items]		
Conversion price	$ 3.78	
Minimum [Member] | Convertible Debt [Member] | Measurement Input, Share Price [Member]		
Debt Instrument [Line Items]		
Risk-free interest rate	2.88	
Minimum [Member] | Convertible Debt [Member] | Measurement Input, Price Volatility [Member]		
Debt Instrument [Line Items]		
Risk-free interest rate	0.900	
Minimum [Member] | Convertible Debt [Member] | Measurement Input, Risk Free Interest Rate [Member]		
Debt Instrument [Line Items]		
Risk-free interest rate	0.0531	
Maximum [Member] | Convertible Debt [Member] | Measurement Input, Share Price [Member]		
Debt Instrument [Line Items]		
Risk-free interest rate	6.09	
Maximum [Member] | Convertible Debt [Member] | Measurement Input, Price Volatility [Member]		

Debt Instrument [Line Items]	
Risk-free interest rate	1.15
Maximum [Member] | Convertible Debt [Member] | Measurement Input, Risk Free Interest Rate [Member]	
Debt Instrument [Line Items]	
Risk-free interest rate	0.0546

XML 72 R52.htm IDEA: XBRL DOCUMENT

Schedule of Fair Value Assumptions For Warrants Issued (Details) - $ / shares	**6 Months Ended**	
	Jun. 30, 2024	**Oct. 11, 2023**
Debt Instrument [Line Items]		
Stock price		$ 1.00
Warrant [Member]		
Debt Instrument [Line Items]		
Expected dividend yield	0.00%	
Volatility rate minimum	110.00%	
Volatility rate maximum	137.50%	
Risk-free interest rate minimum	4.28%	
Risk-free interest rate maximum	4.44%	
Minimum [Member] | Warrant [Member]		
Debt Instrument [Line Items]		
Stock price	$ 2.88	
Exercise price	$ 0.01	
Expected term in years	2 years 8 months 4 days	
Maximum [Member] | Warrant [Member]		
Debt Instrument [Line Items]		
Stock price	$ 4.07	
Exercise price	$ 20.00	
Expected term in years	8 years 9 months 7 days	

XML 73 R53.htm IDEA: XBRL DOCUMENT

Schedule of Financing Debt (Details) - USD ($) $ in Thousands	**Jun. 30, 2024**	**Dec. 31, 2023**
Defined Benefit Plan Disclosure [Line Items]		
Total outstanding debt	$ 5,300	
NYDIG [Member]		
Defined Benefit Plan Disclosure [Line Items]		
NYDIG Loans #1-11	9,183	$ 10,546
Less: repossession of collateralized assets		(1,363)
Total outstanding debt	$ 9,183	$ 9,183

XML 74 R54.htm IDEA: XBRL DOCUMENT

Schedule of Financing Debt (Details) (Parenthetical)	**6 Months Ended**	
	Jun. 30, 2024	
Debt Disclosure [Abstract]		
Debt instrument, maturity date, description	April 25, 2023 thru January 25, 2027* [1]	
Interest rate	12% thru 15%	

[1] Due to event of default- the entire NYDIG Financing became current, see note below.

XML 75 R55.htm IDEA: XBRL DOCUMENT

Schedule of Navitas Term Loan (Details) - USD ($)	**Jun. 30, 2024**	**Dec. 31, 2023**	**May 09, 2023**
Short-Term Debt [Line Items]			
Less: principal and capitalized interest payments	$ (9,200,000)		
Navitas Term Loan [Member]			
Short-Term Debt [Line Items]			
Less: principal and capitalized interest payments	(1,200,000)	$ (547,000)	
Loan and Security Agreement [Member]			
Short-Term Debt [Line Items]			
Term Loan and capitalized interest (excludes debt issuance cost)	12,531,000		
Less: principal and capitalized interest payments			
Less: debt issuance costs	(557,000)		
Loan and Security Agreement [Member] | Navitas Term Loan [Member]			
Short-Term Debt [Line Items]			
Term Loan and capitalized interest (excludes debt issuance cost)	1,707,000	2,254,000	$ 2,050,000
Less: principal and capitalized interest payments	(1,234,000)	(547,000)	
Less: debt issuance costs	(13,000)	(25,000)	
Total outstanding debt	$ 460,000	$ 1,682,000	

XML 76 R56.htm IDEA: XBRL DOCUMENT

Schedule of Navitas Term Loan (Details) (Parenthetical)	**6 Months Ended**		
	Jun. 30, 2024	**Jun. 20, 2024**	**May 09, 2023**
Short-Term Debt [Line Items]			
Interest rate	14.00%	9.00%	
Loan and Security Agreement [Member] | Navitas Term Loan [Member]			
Short-Term Debt [Line Items]			
Maturity date	May 09, 2025		
Interest rate	15.00%		15.00%
Secured Note Financing [Member] | Navitas Term Loan [Member]			
Short-Term Debt [Line Items]			
Maturity date	Jun. 20, 2027		
Interest rate	9.00%		

XML 77 R57.htm IDEA: XBRL DOCUMENT

Schedule of Secured Note Financing (Details) - USD ($) $ in Thousands	**Jun. 30, 2024**	**Jun. 20, 2024**	**Dec. 31, 2023**
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]			
Less: principal and capitalized interest payments	$ (9,200)		
Total outstanding note			$ 12,500
Long-term note outstanding	9,028		
Loan and Security Agreement [Member]			
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]			
Term Loan and capitalized interest (excludes debt issuance cost)	12,531		
Less: principal and capitalized interest payments			
Less: debt discount	(314)		
Less: debt issuance costs	(557)		
Total outstanding note	11,660		

(Less) Current note outstanding	2,632
Long-term note outstanding	$ 9,028

XML 78 R58.htm IDEA: XBRL DOCUMENT

Debt (Details Narrative) $ / shares in Units, Integer in Thousands	Jun. 20, 2024 USD ($)	May 30, 2024 USD ($)	Mar. 05, 2024 $ / shares shares	Feb. 28, 2024 USD ($) $ / shares shares	Feb. 13, 2024 USD ($)	Feb. 01, 2024 $ / shares	Dec. 07, 2023 USD ($)	Nov. 20, 2023 USD ($) $ / shares shares	Sep. 05, 2023 USD ($)	May 11, 2023 USD ($) Integer $ / shares shares	Mar. 10, 2023 USD ($)	Feb. 23, 2023 USD ($)	Jan. 01, 2023 USD ($)	Oct. 25, 2022	Jan. 26, 2022 USD ($)
Debt instrument conversion shares | shares															
Conversion price | $ / shares				$ 3.78											
Issuance to purchase of warrants | shares			50,000												
Issuance to purchase of warrants | $ / shares			$ 4.00	$ 0.01											
Principal amount				2.00%											
Issuance of shares- Notes conversion															
Debt face amount															
[custom:NoteExtensionPercentage-0]															
Debt face amount															
Debt principal balance outstanding															
Accrued interest											18.00%				
Debt default, amount											$ 617,000				
Accrued interest paid											$ 617,000				
Extension fee										$ 250,000					
Percentage of principal outstanding										14.00%					
Percentage of outstanding shares										4.99%					
Debt instrument conversion amount															
Debt instrument, prepayment penalty, percentage															
Prepayment penalty description															
Debt instrument conversion price exceeds | $ / shares															
Floor price description				ATM Floor Price means $10 per share initially, which is reduced to $8 per share six months after the ATM is effective and $6 per share 12 months after the after the effective date of the ATM.											
Warrants outstanding | shares				850,000											
Debt instrument description				For every one $6.00 Repriced Warrant exercised by a Purchaser, such Purchaser shall receive 1.36 new five-year warrants with an exercise price of $0.01, 1.6 new five-year warrants with an exercise price of $4.20, and 1.6 new five-year warrants with an exercise price of											

| | | |

Aggregate deposit amount				
Class A Warrants [Member]				
Issuance to purchase of warrants | $ / shares			$ 12.50	
Shares new issues | shares			240,000	
Class B Warrants [Member]				
Issuance to purchase of warrants | $ / shares			$ 20.00	
Shares new issues | shares			80,000	
Warrant One [Member]				
Issuance to purchase of warrants | $ / shares				
Warrants issued | shares				
Warrant Two [Member]				
Issuance to purchase of warrants | $ / shares				
Warrants issued | shares				
Warrant Three [Member]				
Issuance to purchase of warrants | $ / shares				
Warrants issued | shares				
October Secured Notes [Member]				
Principal amount				8.00%
Maturity date				Apr. 25, 2023
Accrued interest rate				18.00%
Holders [Member]				
Warrants outstanding | shares				
adjustments warrants | shares				
Noteholders [Member]				
Warrants outstanding | shares				
Warrant repriced price per share | $ / shares				
Non Noteholders [Member]				
Warrants outstanding | shares				
Noteholder One [Member]				
Issuance to purchase of warrants | $ / shares	$ 0.01			
Warrants issued | shares	68,000			
Noteholder Two [Member]				
Issuance to purchase of warrants | $ / shares	$ 4.20			
Warrants issued | shares	80,000			
Noteholder Three [Member]				
Issuance to purchase of warrants | $ / shares	$ 5.70			
Warrants issued | shares	80,000			
Navitas Term Loan [Member]				
Long term debt, current				
Principal and interest payments				
Securities Purchase Agreement [Member]				
Convertible Note				
Securities Purchase Agreement [Member] | October Warrants [Member]				
Issuance to purchase of warrants | shares				
Securities Purchase Agreement [Member] | October Warrants [Member] | Class A Warrant [Member]				
Issuance to purchase of warrants | $ / shares				
Securities Purchase Agreement [Member] | October Warrants [Member] | Class B Warrant [Member]				
Issuance to purchase of warrants | $ / shares				
Securities Purchase Agreement [Member] | October Warrants [Member] | Class C Warrant [Member]				
Issuance to purchase of warrants | $ / shares				
Securities Purchase Agreement [Member] | October Secured Notes [Member]				
Aggregate debt amount				
Debt instrument conversion shares | shares				
Conversion price | $ / shares				
Third Amendment Agreement [Member]				
Prepayment of debt			$ 1,500,000	
Debt instrument conversion amount			$ 4,700,000	
Debt instrument conversion shares | shares			150,000	
Debt instrument conversion price | $ / shares			$ 0.01	
Fourth Amendment Agreement [Member]				
Gain on revaluation associated with the warrant liability	$ 1,600,000			
Warrant liability				
Master Agreement [Member]				
Convertible Note				
Aggregate debt amount				$ 9,800,00
Interest rate				
Subordinated Borrowing Terms and Conditions				

[custom:AccruedInterestAndPenalty]		
Master Agreement [Member] | NYDIG [Member]		
Aggregate debt amount		
Consent And Waiver Agreement [Member]		
Aggregate debt amount		
Master Equipment Finance Agreement [Member]		
[custom:ProceedsFromCollateralizedAssets]		$ 3,400,000
Interest Payable, Current		$ 560,000
Loan and Security Agreement [Member]		
Convertible Note		
Long term debt, current		
Principal and interest payments		
Borrowings		
Secured promissory note issued		
Loan and Security Agreement [Member] | Navitas Term Loan [Member]		
Convertible Note		
Maturity date		
Interest rate		
Debt, Current		
Interest expense, debt		
Principal and interest payments		

[1] Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for-25 that became effective October 13, 2023. See Note 2, “Basis of Presentatio

XML 79 R59.htm IDEA: XBRL DOCUMENT

Schedule of Reserved Shares of Common Stock for Future Issuance (Details) - shares	Jun. 30, 2024	Feb. 28, 2024
Equity [Abstract]		
Stock options outstanding	3,325	
Restricted stock units outstanding	5,692	
Warrants outstanding	3,820,152	850,000
Common stock available for future equity awards or issuance of options	15,951	
Number of common shares reserved	3,845,120	

XML 80 R60.htm IDEA: XBRL DOCUMENT

Schedule of Basic and Diluted Per Share Computations for Continuing Operations (Details) - USD ($) $ / shares in Units, $ in Thousands	3 Months Ended			6 Months Ended		9 Months Ended
	Jun. 30, 2024	Sep. 30, 2023	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023	Sep. 30, 2023
Numerator:						
Net loss	$ (9,145)		$ (9,257)	$ (11,689)	$ (16,689)	
(Less) Net income (loss) attributable to non-controlling interest	(1,728)		482	(4,438)	852	
Net loss attributable to Soluna Holdings, Inc.	(10,873)		(8,775)	(16,127)	(15,837)	
Less: Preferred dividends or deemed dividends	(66)		(252)	(452)	(383)	
Less: Cumulative Preferred Dividends in arrears	(2,609)		(1,722)	(4,331)	(3,444)	
Balance	$ (13,548)		$ (10,749)	$ (20,910)	$ (19,664)	
Basic and Diluted EPS:						
Common shares outstanding, beginning of period, including penny warrants	2,958,851		1,015,255	2,592,454	940,047	
Weighted average common shares issued during the period including penny warrants issued and outstanding as of quarter-end	1,594,845		109,436	1,091,104	55,021	
Weighted Average Number of Shares Outstanding, Diluted	[1] 4,563,696		1,126,091	3,683,558	996,228	
Weighted average common shares Basic	$ (2.97)	$ (5.96)	$ (9.54)	$ (5.68)	$ (19.74)	$ (24.16)
Weighted average common shares Diluted	$ (2.97)	[1] $ (5.96)	$ (9.54)	[1] $ (5.68)	[1] $ (19.74)	[1] $ (24.16)

[1] Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for-25 that became effective October 13, 2023. See Note 2, “Basis of Presentation,” for details.

XML 81 R61.htm IDEA: XBRL DOCUMENT

Stockholders’ Equity (Details Narrative) - USD ($)	Oct. 11, 2023	Aug. 11, 2023	Jul. 19, 2022	Apr. 13, 2022	3 Months Ended		6 Months Ended		15 Months Ended	May 17, 2024	May 16, 2024	Mar. 05, 2024	Feb. 28, 2024	Dec. 05, 2022	Jan. 13, 2022
					Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023	Dec. 31, 2023						
Class of Stock [Line Items]															
Share purchase price															
Share description	every 25 issued and outstanding shares of the Company common stock was converted automatically into one share of the														

	Company's common stock without any change in the par value per share												
Warrants to purchase shares				428,951		428,951					50,000		
Share issued , price				$ 3.78		$ 3.78			$ 4	$ 6	$ 4.00	$ 0.01	$ 19.00	$ 237.50
Common stock, par value				$ 0.001		$ 0.001		$ 0.001						
Common stock voting rights						Each share of the Company's common stock is entitled to one vote on all matters submitted to stockholders.								
Common stock, shares outstanding				5,232,104		5,232,104		2,505,620						
Future equity awards				15,951		15,951								
Warrant [Member]														
Class of Stock [Line Items]														
Potentially dilutive securities				3,820,152	23,835,852	3,820,152	23,835,852							
Common Stock [Member]														
Class of Stock [Line Items]														
Share purchase price														
Warrants to purchase shares														3,400
Potentially dilutive securities				3,325	1,309,789	3,325	1,309,789							
Series A Preferred Stock [Member]														
Class of Stock [Line Items]														
Preferred stock, liquidation preference				$ 25.00		$ 25.00		$ 25.00						
Preferred stock, par value				$ 0.001		$ 0.001		$ 0.001						
Preferred stock shares outstanding				4,953,545		4,953,545		3,061,245						
Preferred stock shares sold				4,953,545		4,953,545		3,061,245						
Preferred stock, participation rights						Preferences and Rights of 9.0% Series A Cumulative Perpetual Preferred Stock of the Company, dividends, when, as and if declared by the Board (or a duly authorized committee of the Board), will be payable monthly in arrears on the final day of each month, beginning August 31, 2021.								
Dividend arrears								$ 8,600,000						
Dividends				$ 2,600,000		$ 4,300,000								
Dividends in arrears total				$ 12,900,000		$ 12,900,000								
Future equity awards				14,888		14,888								
Series B Preferred Stock [Member]														
Class of Stock [Line Items]														
Preferred stock, par value				$ 0.0001		$ 0.0001		$ 0.0001						
Preferred stock, value outstanding				$ 100.00		$ 100.00								
Preferred stock shares outstanding				62,500		62,500		62,500						
Preferred stock shares sold				62,500		62,500		62,500						
Share issued , price		$ 0.00001												
Shares issued for cancellation of warrants			40,000											
Exercise price			$ 287.50											
Dividends in arrears total		$ 656,000												
Preferred stock, dividend rate, percentage						10.00%								
Common stock dividends, shares		44,000												
Prefunded warrants dividends shares		70,300												
Warrant funded amount		$ 0.19999												
Common stock shares percentage		4.99%												
Series B Preferred Stock [Member] | Warrant [Member]														

Class of Stock [Line Items]	
Warrants to purchase shares	40,000
Share issued , price	$ 250.00
Series B Preferred Stock [Member] | Securities Purchase Agreement [Member]	
Class of Stock [Line Items]	
Preferred stock shares sold	62,500
Share purchase price	$ 5,000,000
Share description	The shares of Series B Preferred Stock are initially convertible, subject to certain conditions, into 46,211 shares of common stock, at a price per share of $135.25 per share, a 20% premium to the closing price of the common stock on July 18, 2022, subject to adjustment as set forth in the Certificate of Designations of Preferences, Rights and Limitations for the Series B Preferred Stock ("Series B Certificate of Designations")
Share conversion to common stock	46,211
Share price	$ 135.25
Restricted Stock Units (RSUs) [Member]	
Class of Stock [Line Items]	

Potentially dilutive securities	5,692	297,680	5,692	297,680

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Schedule of Lease Expense Recognized on Straight-line Basis Over Lease Term (Details) - USD ($) $ in Thousands	**3 Months Ended**		**6 Months Ended**	
	Jun. 30, 2024	**Jun. 30, 2023**	**Jun. 30, 2024**	**Jun. 30, 2023**
Commitments and Contingencies Disclosure [Abstract]				
Operating lease cost	$ 61	$ 60	$ 122	$ 116
Short-term lease cost				
Total net lease cost	$ 61	$ 60	$ 122	$ 116

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Schedule of Other Information Related to Leases (Details) - USD ($) $ in Thousands	**6 Months Ended**	
	Jun. 30, 2024	**Jun. 30, 2023**
Commitments and Contingencies Disclosure [Abstract]		
Weighted Average Remaining Lease Term (in years)	4 years 1 month 24 days	
Operating leases, Weighted Average Discount Rate	7.03%	
Cash paid for amounts included in the measurement of lease liabilities:		
Operating cash flows from operating leases	$ 123	$ 111
Non-Cash Activity Right-of-use assets obtained in exchange for lease obligations:		
Operating leases		$ 397

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Schedule of Maturity of Operating Lease Liabilities (Details) - USD ($) $ in Thousands	**Jun. 30, 2024**	**Dec. 31, 2023**
Commitments and Contingencies Disclosure [Abstract]		
2024 (remainder of year)	$ 124	
2025	79	
2026	29	
2027	29	
2028	29	
Thereafter	116	
Total lease payments	406	
Less: imputed interest	(78)	
Total lease obligations	328	
Less: current obligations	159	$ 220
Long-term lease obligations	$ 169	$ 216

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Commitments and Contingencies (Details Narrative) - USD ($) $ in Thousands	**May 09, 2023**	**Aug. 05, 2022**	**1 Months Ended**	**3 Months Ended**	**6 Months Ended**	**12 Months Ended**				
			Sep. 30, 2023	**Jun. 30, 2024**	**Jun. 30, 2024**	**Dec. 31, 2023**	**Feb. 13, 2024**	**Dec. 07, 2023**	**Sep. 05, 2023**	**Feb. 23, 2023**
Loss Contingencies [Line Items]										
Other commitments description	the Company had contributed capital expenditures for the data center. Soluna and Navitas amended and restated the Initial LLCA (the "Existing LLCA") to reflect Navitas' contribution of $4,500,000 and its receipt of 4,500 Membership Interests, constituting 26.5% of the outstanding Membership Interests of the Company. On June 2, 2023, Soluna and Navitas amended and restated the Existing LLCA to (a) reflect (i) Navitas's additional capital contribution of $7,596,970 and receipt of an additional 7,597 Membership Interests, for a total of 12,097 Membership Interests and 49% ownership of DVCC, and (ii) Soluna's additional capital contribution of $1,340,000 and receipt of an additional 1,340 Membership Interests, for a total of 12,590 Membership Interests and	Pursuant to the Dorothy Contribution Agreement, the Company committed to a capital contribution of up to approximately $26.3 million to DVSL (the "Company Commitment"), and on August 5, 2022, the Company was deemed to have contributed approximately $8.1 million, through payment of capital expenditures and development costs made on behalf of DVSL by the Company prior to August 5, 2022. Further under the Agreement, Spring Lane committed to a capital contribution of up to $12.5 million to DVSL (the "Spring Lane					The Company has a potential contingency associated with an agreement with Spring Lane of up to $250 thousand which would be reduced by a proportion of funding received from Spring Lane up to the $35.0 million			

	51% ownership of DVCC, and (b) describe the respective rights and obligations of the Members and the management of DVCC. As of June 30, 2024, Navitas owns 45% and Soluna owns 55% of DVCC.			Dorothy Commitment"), and as of December 31, 2022, Spring Lane had actually contributed approximately $4.8 million.				aggregate contribution cap. The Company considers the probability of a payment for the contingency to be remote				
Litigation accrual								$ 358	$ 358			
Outstanding principal								9,200	9,200			
Gain on settlement								254	254			
Master Equipment Finance Agreement [Member]												
Loss Contingencies [Line Items]												
Repossessed Assets												$ 3,400
Accrued interest and penalty												560
NYDIG ABL LLC [Member]												
Loss Contingencies [Line Items]												
Repossessed Assets											$ 3,400	$ 3,400
Accrued interest and penalty								$ 1,500	1,500	$ 936		
Loss on disposition of assets										$ 251		
Convertible Note											$ 10,300	
Debt outstanding										$ 9,200		
Penalty fee									$ 1,000			
Atlas Technology Group LLC [Member]												
Loss Contingencies [Line Items]												
Prepaid fee						$ 464						
Legal fee and other cost						$ 7,900						
Minimum [Member]												
Loss Contingencies [Line Items]												
Remaining lease terms								1 year	1 year			
Maximum [Member]												
Loss Contingencies [Line Items]												
Remaining lease terms								10 years	10 years			

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Related Party Transactions (Details Narrative) - USD ($)	**3 Months Ended**		**6 Months Ended**		**12 Months Ended**					
	Oct. 29, 2021	**Dec. 18, 2013**	**Jun. 30, 2024**	**Jun. 30, 2023**	**Jun. 30, 2024**	**Jun. 30, 2023**	**Dec. 31, 2023**	**Dec. 31, 2022**	**Oct. 10, 2023**	**May 26, 2023**	**Jan. 01, 2014**
Related Party Transaction [Line Items]											
Promissory note available to convert					$ 1,500,000						
Stock based awards					109,000		$ 110,000				
Notes receivable			$ 48,000		48,000		446,000				
Other assets			2,946,000		2,946,000		2,954,000				
Payment of related party			$ 31,000		$ 31,000						
Merger shares issued			15,951		15,951						
Chief Executive Officer [Member]											
Related Party Transaction [Line Items]											
Description of director owns					(i) 90% of the equity of Soluna Technologies Investment I, LLC, which owns 57.9% of HEL and (ii) 100% of the equity of MJT Park Investors, Inc., which owns 3.1% of HEL, in each case, on a fully diluted basis. Mr. Toporek does not own directly, or indirectly, any equity interest in Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his 100% ownership of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL.						
Interest expense					$ 0						
Matthew E. Lipman [Member]											
Related Party Transaction [Line Items]											
Description of director owns					Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his position as a director and officer of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL. As a result, the approximate dollar value of the amount of Mr. Toporek's and Mr. Lipman's interest in the Company's transactions with HEL for the six months ended June 30, 2024 was $0 and $0.						
Interest expense					$ 0						
John Belizaire and John Bottomley [Member]											
Related Party Transaction [Line Items]											
Description of director owns					In addition, Mr. Belizaire is the beneficial owner of 1,317,567 shares of common stock of HEL and 102,380 Class Seed Preferred shares, which are convertible into 86,763 shares of common stock of HEL. These interests give Mr. Belizaire an ownership of 10.54% in HEL. Mr. Belizaire also owns an interest in HEL indirectly through his 5.0139% interest of Tera Joule, LLC's 965,945 Class Seed Preferred shares, which are convertible into 818,596 shares of common stock of HEL. Mr. Bottomley is the beneficial owner of 96,189, or approximately 0.72%, of the outstanding shares of common stock of HEL.						
Shares converted					1,317,567						
John Belizaire and John											

Bottomley [Member] | Class Seed Preferred Share [Member]													
Related Party Transaction [Line Items]													
Shares converted					102,380								
Merger Agreement [Member]													
Related Party Transaction [Line Items]													
Merger shares issued												59,400	
Notes Receivable [Member]													
Related Party Transaction [Line Items]													
Notes receivable			$ 13,000		$ 13,000						13,000		
Other assets			96,000		96,000						97,000		
MeOH Power, Inc. [Member]													
Related Party Transaction [Line Items]													
Company paid		$ 380,000											
Share price													$ 0.07
Promissory note available to convert					374,000						$ 363,000		
Couch White, LLP [Member]													
Related Party Transaction [Line Items]													
Legal services			$ 1,000	$ 2,000	$ 1,000					$ 2,000			
Soluna Computing Inc [Member]													
Related Party Transaction [Line Items]													
Payment of related party	$ 725,000												
SCI US Holdings LLC [Member]													
Related Party Transaction [Line Items]													
Shares issued for merger agreement												39,600	19,800
Merger shares issued													59,400
Harmattan Energy Ltd [Member]													
Related Party Transaction [Line Items]													
Shares converted					86,763								
Payments to acquire investments					$ 750,000						$ 750,000		
Equity method investments writing it down											$ 0		
Investment percentage			1.79%		1.79%						1.79%		
Harmattan Energy Ltd [Member] | Common Stock [Member]													
Related Party Transaction [Line Items]													
Shares converted					818,596								
Tera Joule, LLC [Memebr] | Class Seed Preferred Share [Member]													
Related Party Transaction [Line Items]													
Shares converted					965,945								
Mr. Bottomley [Member] | Common Stock [Member]													
Related Party Transaction [Line Items]													
Shares converted					96,189								

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Stock Based Compensation (Details Narrative) - USD ($) $ / shares in Units, $ in Millions	**3 Months Ended**					**6 Months Ended**		**12 Months Ended**
	Apr. 15, 2024	**Jun. 29, 2023**	**Mar. 10, 2023**	**Jun. 30, 2024**	**Mar. 31, 2024**	**Jun. 30, 2024**	**Jun. 30, 2023**	**Dec. 31, 2021**
Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]								
Common stock reserved percentage		23.75%	9.75%					
Shares description						Third Amended and Restated 2021 Plan will, among other things, (a) increase the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to 18.75% of the shares of our Common Stock outstanding on the measurement date and (b) allow us to grant awards of shares of our 9.0% Series A Cumulative Perpetual Preferred Stock (“Series A Preferred Stock”) (with and without restrictions). Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Common Stock that may be issued under the Third Amended and Restated 2021 Plan (excluding the number of shares of our Common Stock subject to Specified Awards (as defined		

			below)) (i) pursuant to the exercise of stock options, (ii) as unrestricted or restricted Common Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the first quarter of our fiscal year ending December 31, 2023 (or January 1, 2023), 18.75% of the number of shares of our Common Stock outstanding as of the first trading day of each quarter. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Series A Preferred Stock that may be issued under the Third Amended and Restated 2021 Plan as unrestricted or restricted Series A Preferred Stock shall equal $3,600,000 valued as of the effective date of the Third Amended and Restated 2021 Plan as determined at the lower of the closing price of our Series A Preferred Stock on Nasdaq on such date or the average of the daily volume weighted average price of our Series A Preferred Stock on Nasdaq as reported by Bloomberg L.P. for a period of five (5) consecutive trading days ending on such date. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, (i) shares of our Common Stock and Series A Preferred Stock, as applicable, subject to the Third Amended and Restated 2021 Plan shall include shares of our Common Stock and Series A Preferred Stock, as applicable, which revert back to the Third Amended and Restated 2021 Plan in a prior quarter or fiscal year, as applicable, pursuant to the paragraph below, and (ii) the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that may be issued under the Third Amended and Restated 2021 Plan may never be less than the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that are then outstanding under (or available to settle existing) 2021 Plan Award grants. For purposes of the Third Amended and Restated 2021 Plan, “Specified Awards” means (i) 2021 Plan Awards issued to Eligible Persons who are not employed or engaged by us or any of our subsidiaries as of the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023, and (ii) 2021 Plan Awards that have a grant date at least three (3) years prior to the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023. The exclusion of Specified Awards from the determination of the maximum aggregate number of shares of our Common Stock available for issuance under the Third Amended and Restated 2021 Plan could have material effect on the number of shares of our Common Stock available for issuance thereunder and could have a material dilutive effect on our stockholders.		
Unrecognised compensation		$ 5.8	$ 5.8		
Weighted average period			2 years 4 months 24 days		
Shares called	48,547				
Shares called value	$ 4.0				
2021 Plan [Member]					
Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]					
Common stock reserved percentage		18.75%			
2023 Plan [Member]					
Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]					
Common stock reserved percentage		23.75%			
2021 Stock Plan [Member] | Restricted Stock [Member]					
Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]					
Series A preference shares issued, shares		391,544	391,544		
Price per share on date of grant		$ 1.52	$ 1.52		
Stock issued restricted stock units			90,734		500,000
Price per share on date of grant			$ 2.41		
Price per share on date of grant					$ 0.2986
2021 Stock Plan [Member] | Restricted Stock [Member] | Series A Preferred Restricted Stock [Member]					
Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]					
Price per share on date of grant		2.50	$ 2.50		
Stock issued restricted stock units			1,892,300		
2023 Stock Plan [Member] | Restricted Stock [Member]					
Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]					
Shares description			25,309 of the restricted stock awards vest immediately, 2,022,246 of the restricted stock awards vest at separation from the Company, 690,223 of the restricted stock awards vest 33% on June 1 ,2024, 33% on June 1, 2025 and 34% on June 1, 2026, and 304,289 of the restricted stock awards vest 33% on June 1, 2025, 33% on June 1 , 2026 and 34% on June 1, 2027		
Price per share on date of grant		1.52	$ 1.52		
Stock issued restricted stock units			610,234		
2023 Stock Plan [Member] | Restricted Stock [Member] | Common Stock [Member]					
Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]					
Price per share on date of grant		$ 2.41	$ 2.41		
Stock issued restricted stock units			57,255		
Common Stock					

[Member]

Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]	
Granted shares	1,460,191

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Schedule of Results of Project Marie (Details) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended	
	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023
Operating costs:				
Impairment on fixed assets		$ 169	$ 130	$ 377
Interest expense	(449)	(486)	(873)	(1,861)
Gain (loss) on sale of fixed assets	21	(48)	21	30
Other income, net	49	238	25	226
Cryptocurrency Mining Revenue [Member]				
Short-Term Debt [Line Items]				
Total revenue	4,484	915	10,880	3,711
Data Hosting Revenue [Member]				
Short-Term Debt [Line Items]				
Total revenue	4,898	1,153	10,176	1,439
Project Marie [Member]				
Short-Term Debt [Line Items]				
Total revenue	2		5	1,045
Operating costs:				
Cost of cryptocurrency mining revenue, exclusive of depreciation				801
Cost of revenue- depreciation		8		130
Data hosting (income) costs		(10)		205
Operational service costs-intercompany	1		2	
General and administrative expense		34	(32)	319
Impairment on fixed assets				43
Interest expense	361	315	723	692
Gain (loss) on sale of fixed assets				11
Gain on settlement	254		254	
Other income, net	4		11	
Net loss before income taxes	(102)	(347)	(423)	(1,134)
Project Marie [Member] | Cryptocurrency Mining Revenue [Member]				
Short-Term Debt [Line Items]				
Total revenue				769
Project Marie [Member] | Operation Service Revenue Intercompany [Member]				
Short-Term Debt [Line Items]				
Total revenue	2		5	
Project Marie [Member] | Data Hosting Revenue [Member]				
Short-Term Debt [Line Items]				
Total revenue				$ 276

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PROJECT MARIE (Details Narrative) - USD ($) $ in Thousands	3 Months Ended		6 Months Ended		12 Months Ended					
	Jun. 25, 2024	Sep. 05, 2023	Jun. 30, 2024	Jun. 30, 2023	Jun. 30, 2024	Jun. 30, 2023	Dec. 31, 2023	Dec. 31, 2022	Jun. 20, 2024	Feb. 13, 2024	Dec. 07, 2023	Mar. 31, 2023
Defined Benefit Plan Disclosure [Line Items]												
Legal fees							$ 740					
Outstanding principal balance									$ 12,500			
Refund for insurance expenses					$ 32							
Master Equipment Finance Agreement [Member]												
Defined Benefit Plan Disclosure [Line Items]												
Assets repossessed total							1,000					$ 3,400
Settlement Agreement [Member] | Atlas Technology Group LLC [Member]												
Defined Benefit Plan Disclosure [Line Items]												
Settlement amount	$ 210											
Gain on settlement	$ 254											
Project Marie [Member]												
Defined Benefit Plan Disclosure [Line Items]												
Net book value							3,400					
Net book value							251					
Penalty fees							1,000					
Debt outstanding							9,200					
Payments for legal settlements		$ 3,400										
Accrued interest and penalty			$ 1,500		1,500		$ 936					
Gain on settlement			254		254							
Investors [Member]												
Defined Benefit Plan Disclosure [Line Items]												
Convertible Note								$ 10,500			$ 10,300	
Debt rate								2.00%				
Outstanding principal balance			$ 9,200		$ 9,200					$ 9,200		
Disposal of property plant and equipment								$ 2,400				

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Schedule of Variable Interest Entities of Assets and Liabilities (Details) - USD ($) $ in Thousands	Jun. 30, 2024	Dec. 31, 2023
Current assets:		
Prepaids and other current assets	$ 12,461	$ 1,416
Total Current Assets	27,480	14,284
Operating lease right-of-use assets	325	431
Property, plant, and equipment, net	41,472	44,572
Total Assets	98,675	91,276
Current liabilities:		
Accounts payable, related party	2,452	2,099
Accrued expense	6,286	4,906
Customer deposits-current	2,391	1,588
Operating lease liability	159	220
Total Current Liabilities	32,526	28,175
Operating lease liability	169	216
Other liabilities, related party	499	499
Total Liabilities	48,742	37,917

Variable Interest Entity, Primary Beneficiary [Member] | DVSL ComputeCo, LLC [Member]		
Current assets:		
Cash and restricted cash	3,090	2,275
Accounts receivable	1,105	1,201
Prepaids and other current assets	29	
Total Current Assets	4,507	3,661
Other assets- long term, related party	2,192	2,172
Operating lease right-of-use assets	87	90
Property, plant, and equipment, net	13,195	13,712
Total Assets	19,981	19,635
Current liabilities:		
Accrued expense	1,011	677
Customer deposits-current	1,300	
Operating lease liability	7	7
Total Current Liabilities	2,413	684
Operating lease liability	80	83
Customer deposits- long term		1,190
Total Liabilities	2,717	2,181
Variable Interest Entity, Primary Beneficiary [Member] | DVSL ComputeCo, LLC [Member] | Related Party [Member]		
Current assets:		
Other receivable, related party	283	185
Current liabilities:		
Accounts payable, related party	95	
Other liabilities, related party	224	224
Variable Interest Entity, Primary Beneficiary [Member] | Devco LLC [Member]		
Current assets:		
Cash and restricted cash	2,018	2,575
Accounts receivable	98	217
Prepaids and other current assets	29	
Total Current Assets	2,888	3,268
Other assets- long term, related party	2,192	2,172
Operating lease right-of-use assets	87	90
Property, plant, and equipment, net	19,786	22,188
Total Assets	24,953	27,718
Current liabilities:		
Accrued expense	1,271	2,213
Operating lease liability	7	7
Current portion of debt	460	1,682
Total Current Liabilities	3,231	5,161
Operating lease liability	80	83
Total Liabilities	3,311	5,244
Variable Interest Entity, Primary Beneficiary [Member] | Devco LLC [Member] | Related Party [Member]		
Current assets:		
Other receivable, related party	743	476
Current liabilities:		
Accounts payable, related party	$ 1,493	$ 1,259

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VARIABLE INTEREST ENTITY (Details Narrative) - USD ($)	May 09, 2023	Mar. 10, 2023	Aug. 05, 2022	3 Months Ended	6 Months Ended			
				May 03, 2022	Jun. 30, 2024	Jun. 30, 2024	Jun. 20, 2024	Dec. 31, 2023	Jan. 01, 2023	Dec. 31, 2022
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]										
Other commitments, description		the Company had contributed capital expenditures for the data center. Soluna and Navitas amended and restated the Initial LLCA (the "Existing LLCA") to reflect Navitas' contribution of $4,500,000 and its receipt of 4,500 Membership Interests, constituting 26.5% of the outstanding Membership Interests of the Company. On June 2, 2023, Soluna and Navitas amended and restated the Existing LLCA to (a) reflect (i) Navitas's additional capital contribution of $7,596,970 and receipt of an additional 7,597 Membership Interests, for a total of 12,097 Membership Interests and 49% ownership of DVCC, and (ii) Soluna's additional capital contribution of $1,340,000 and receipt of an additional 1,340 Membership Interests, for a total of 12,590 Membership Interests and 51% ownership of DVCC, and (b) describe the respective rights and obligations of the Members and the management of DVCC. As of June 30, 2024, Navitas owns 45% and Soluna owns 55% of DVCC.	Pursuant to the Dorothy Contribution Agreement, the Company committed to a capital contribution of up to approximately $26.3 million to DVSL (the "Company Commitment"), and on August 5, 2022, the Company was deemed to have contributed approximately $8.1 million, through payment of capital expenditures and development costs made on behalf of DVSL by the Company prior to August 5, 2022. Further under the Agreement, Spring Lane committed to a capital contribution of up to $12.5 million to DVSL (the "Spring Lane Dorothy Commitment"), and as of December 31, 2022, Spring Lane had actually contributed approximately $4.8 million.				The Company has a potential contingency associated with an agreement with Spring Lane of up to $250 thousand which would be reduced by a proportion of funding received from Spring Lane up to the $35.0 million aggregate contribution cap. The Company considers the probability of a payment for the contingency to be remote		
Purchase price					$ 31,000	$ 31,000				
Debt instrument percentage					14.00%	14.00%	9.00%			
Purchase and Sale Agreement [Member] | Parent Company [Member]										
Collaborative Arrangement and Arrangement Other than Collaborative										

[Line Items]					
Series A preference shares issued, shares	6,790,537				
Spring Lane [Member] | Purchase and Sale Agreement [Member]					
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]					
Purchase price	$ 7,500,000				
Series A preference shares issued, shares	39,791,988				
Purchase price	$ 5,770,065				
Spring Lane [Member]					
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]					
Ownership percentage			67.80%	67.80%	
Spring Lane [Member] | Purchase and Sale Agreement [Member]					
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]					
Ownership percentage	85.40%				
Soluna DVSL ComputeCo, LLC [Member]					
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]					
Ownership percentage			32.20%	32.20%	
Soluna DV Devco, LLC [Member]					
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]					
Ownership percentage			100.00%	100.00%	
Parent [Member] | Purchase and Sale Agreement [Member]					
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]					
Ownership percentage	14.60%				
Dorothy Phase 1A Facility [Member] | Purchase and Sale Agreement [Member]					
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]					
Ownership percentage	67.80%				
Equity method investment description	After Spring Lane Capital realizes an 16% Internal Rate of Return hurdle on its investments, the Company retains the right to 50% of the profits on Soluna DVSL ComputeCo. In connection with the Spring Lane transactions and agreements, Soluna DV Services, LLC. will be providing the operations and maintenance services to Soluna DVSL ComputeCo, LLC. Soluna DV Services, LLC expects to receive a margin of 20% for services rendered.				
DVSL ComputeCo, LLC [Member]					
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]					
Ownership percentage			14.60%	14.60%	
Debt instrument percentage					67.80% 14.60%
Maximum [Member]					
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]					
Capital contribution		$ 26,300,000			
Minimum [Member] | Spring Lane [Member] | Purchase and Sale					

Agreement [Member]									
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]									
Purchase price		$ 7,500,000							
Spring Lane [Member]									
Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]									
Initial funding for project							$ 35,000,000		
Capital contribution									$ 4,800,000

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Schedule of Segment Reporting Information (Details) - USD ($) $ in Thousands		**3 Months Ended**						**6 Months Ended**	
	Feb. 28, 2024	**Jun. 30, 2024**	**Mar. 31, 2024**	**Dec. 31, 2023**	**Sep. 30, 2023**	**Jun. 30, 2023**	**Mar. 31, 2023**	**Jun. 30, 2024**	**Jun. 30, 2023**
Revenue from External Customer [Line Items]									
Total segment and consolidated cost of revenues		$ 5,565				$ 2,458		$ 11,180	$ 5,605
General and administrative expenses		5,382				4,136		9,378	8,496
Interest expense		(449)				(486)		(873)	(1,861)
Loss on debt extinguishment and revaluation	$ 5,800	(5,600)				(2,054)		(8,698)	(1,581)
Loss (gain) on sale of fixed assets		(21)				48		(21)	(30)
Income tax (benefit) from continuing operations		649				547		1,197	1,093
Net loss		(9,145)	$ (2,544)	$ (4,997)	$ (6,016)	(9,257)	$ (7,432)	(11,689)	(16,689)
(Less) Net (income) loss attributable to non-controlling interest		(1,728)				482		(4,438)	852
Net loss attributable to Soluna Holdings, Inc.		(10,873)				(8,775)		(16,127)	(15,837)
Depreciation and amortization		2,403				2,379		4,805	4,756
Reportable Subsegments [Member]									
Revenue from External Customer [Line Items]									
Total segment and consolidated revenue		9,675				2,068		22,224	5,150
Total segment and consolidated cost of revenues		5,565				2,458		11,180	5,605
General and administrative expenses		7,785				6,515		14,183	13,252
Impairment on fixed assets						169		130	379
Interest expense		449				486		873	1,861
Loss on debt extinguishment and revaluation		5,600				2,054		8,698	1,581
Loss (gain) on sale of fixed assets		21				(48)		21	30
Other expense, net		49				238		25	224
Income tax (benefit) from continuing operations		(649)				(547)		(1,197)	(1,093)
Net loss		(9,145)				(9,257)		(11,689)	(16,689)
(Less) Net (income) loss attributable to non-controlling interest		(1,728)				482		(4,438)	852
Net loss attributable to Soluna Holdings, Inc.		10,873				(8,775)		16,127	(15,837)
Capital expenditures		44				2,035		278	2,895
Depreciation and amortization		3,909				2,918		7,834	5,920
Cryptocurrency Mining Revenue [Member]									
Revenue from External Customer [Line Items]									
Total segment and consolidated revenue		4,484				915		10,880	3,711
Total segment and consolidated cost of revenues		1,883				1,160		3,724	3,410
Data Hosting Revenue [Member]									
Revenue from External Customer [Line Items]									
Total segment and consolidated revenue		4,898				1,153		10,176	1,439
Total segment and consolidated cost of revenues		2,176				759		4,427	1,031
Demand Response Service Revenue [Member]									
Revenue from External Customer [Line Items]									
Total segment and consolidated revenue		293						1,168	
Cost of Revenue Depreciation [Member]									
Revenue from External Customer [Line Items]									
Total segment and consolidated cost of revenues		$ 1,506				$ 539		$ 3,029	$ 1,164

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Segment Information (Details Narrative) - Segment	**3 Months Ended**		**6 Months Ended**	
	Jun. 30, 2024	**Jun. 30, 2023**	**Jun. 30, 2024**	**Jun. 30, 2023**
Revenue, Major Customer [Line Items]				
Number of reportable segments			2	
Number of operating segments			0	
Revenue Benchmark [Member] | Customer Concentration Risk [Member] | Project Dorothy 1B [Member] | Cryptocurrency Mining Revenue [Member]				
Revenue, Major Customer [Line Items]				
Concentration risk, percentage	100.00%	0.00%	100.00%	0.00%
Revenue Benchmark [Member] | Customer Concentration Risk [Member] | Project Marie [Member] | Cryptocurrency Mining Revenue [Member]				
Revenue, Major Customer [Line Items]				
Concentration risk, percentage	0.00%	100.00%	0.00%	21.00%
Revenue Benchmark [Member] | Customer Concentration Risk [Member] | Project Marie [Member] | Hosting Revenue [Member]				
Revenue, Major Customer [Line Items]				
Concentration risk, percentage			0.00%	19.00%
Revenue Benchmark [Member] | Customer Concentration Risk [Member] | Project Sophie [Member] | Cryptocurrency Mining Revenue [Member]				
Revenue, Major Customer [Line Items]				
Concentration risk, percentage			0.00%	79.00%
Revenue Benchmark [Member] | Customer Concentration Risk [Member] | Project Sophie [Member] | Hosting Revenue [Member]				
Revenue, Major Customer [Line Items]				
Concentration risk, percentage	27.00%	60.00%	30.00%	48.00%
Revenue Benchmark [Member] | Customer Concentration Risk [Member] | Project Dorothy 1A [Member] | Hosting Revenue [Member]				
Revenue, Major Customer [Line Items]				
Concentration risk, percentage	73.00%	40.00%	70.00%	32.00%
Revenue Benchmark [Member] | Customer Concentration Risk [Member] | Project Edith [Member] | Hosting Revenue [Member]				
Revenue, Major Customer [Line Items]				
Concentration risk, percentage			0.00%	1.00%

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Subsequent Events (Details Narrative) - USD ($)	**Jul. 22, 2024**	**May 16, 2024**	**Jul. 12, 2024**

Equipment Loan Agreement [Member]		
Subsequent Event [Line Items]		
Equipment and machinery to be purchased		$ 1,000,000.0
Borrowing Amount		720,000
Borrowing amount conversion feature		$ 2,160,000
Subsequent Event [Member]		
Subsequent Event [Line Items]		
Convertible Note		$ 111,250,000
Subsequent Event [Member] | Compute Co [Member]		
Subsequent Event [Line Items]		
Ownership percentage	49.00%	
Description of investment	This investment can occur within 30 days after the Effective Date (treated equally to the initial Investor), from day 31 to 180 days after the Effective Date (subject to a purchase price formula with a 20% discount rate), or after 180 days with the initial Investor's approval	
Subsequent Event [Member] | Maximum [Member]		
Subsequent Event [Line Items]		
Capital contribution	$ 4,600,000	
Subsequent Event [Member] | Soluna Two SLC FundII Project Holdco LLC [Member] | Maximum [Member]		
Subsequent Event [Line Items]		
Capital contribution	$ 29,980,000	
Subsequent Event [Member] | First Amendment To Note Purchase Agreement [Member]		
Subsequent Event [Line Items]		
Convertible Note		$ 1,250,000
Warrants outstaning term	They allow the purchase of a number of shares of Soluna Cloud common stock equal to 1.25% of Soluna Cloud's issued and outstanding common stock as of the Cloud Additional Warrant date, divided by 0.9875, plus 1.25% of each Qualified Issuance, divided by 0.9875	

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M3L,P#(9?!>7>.NT*&E'7"X@32$A, G&+'&^+:-HH,6KW]J1EZX3@ 3C&_O/Y ML^0:O<(^T'H/06V%*]&UW91H=^([-7 !$/Y'3,4Z)+S5T?G.;T#'OP&C_T MGJ"4\@8_+JZN]\^B*:4997)=594V^)655)=K]\GUQ]^%V'7&[NS M_]CX+-C4\.LNFB]02P,$% @ *7T.69E&UL[5I;<]HX%'[OK]!X9_9M"\8V@;:T$W-I=MNTF83M M3A^%$5B-;'EDD81_OTV23;J;/ 0LZ?O.14?GZ#AY\^XN8NB&B)3R M> +]O6N[!3+ MUES@6QHO(];JM-O=5H1I;*$81V1@?5XL:$#05%%:;U\@M.4?,_@5RU2-9:,[M$U=!)KF(M/+Y;,7\VMX^9<_I.ATR@6XP&U@@?\YOI^1.6HCA5,+$P&IG/U9K MQ]'22(""R7V4!;I)]J/3%0@R#3LZG5C.=GSVQ.V?C,K:=#1M&N#C\7@XMLO2 MBW A(5M>5 TR M6'!VULS2 Y9>*?IUE!K9';O=05SP6.XYB1'^QL4$UFG2&98T1G*=D 4. #?$ MT4Q0?*]!MHK@PI+27)#6SRFU4!H(FLB!]4>"(<7K;YH] M5Z%82=J$^:!!&&N*<<^9ST6S[!Z5&T?95O-RCEU@5 9<8WS2J-2S%UGB5P/&M MG#P=$Q+-E L&08:7)"82J3E^34@3_BNEVOZKR2.FJW"$2M"/F(9 M-AIRM1:!MG&IA&!:$L;1>$[2M!'\6:PUDSY@R.S-D77.UI$.$9)>-T(^8LZ+ MD!& _'H8X2IKMHG%8!/V>7L-)P>B"RV;]N'Z&U3-L+([W1]072N0/]J<_Z3(T M!Z.:60F]A%9JGZJ'-#ZH'C(*!?&Y'C[E>G@*-Y;&O%"N@GL! _]':-*K^(+ M.7\N?<^E[[GT/:'2MSAD6R4)RU3393>* M$IY"&V[I4_5*E=?EK[DHN#Q;Y.FOH70^+,_Y/%_GM,T+,T.WF)&Y M"M-2D&_#^>G%>!KB.=D$N7V85VWGV-'1^^?!4;"C[SR6'<>(\J(A[J&&F,_#M0X=Y>U^89Y7&4#04;6RL)"Q&MV"XU_$L%.!D8"V@!X.O40+R4E5@,5O& RN0 MHGQ,C$7H<.>77%_CT9+CVZ9EM6ZO*7<9;2)2.<)IF!-GJ\K>9;'!51W/55OR ML+YJ/;053L_^6:W(GPP13A8+$DACE!>F2J+S&5.^YRM)Q%4XOT4SMA*7&+SC MYL=Q3E.X$G:V#P(RN;LYJ7IE,6>F\M\M# DL6XA9$N)-7>W5YYNTB42%(JP# 4A M%W+C[^^3:G>,U_HL@6V$5#)DU1?*0XG!/3-R0]A4)?.NVB8+A=OB5,V[&KXF M8$O#>FZ=+2? VU[4/;07/4;SHYG@'K.' MYA,L0Z1^P7V*BH 1JV*^NJ]/^26<.[1[\8$@F_S6VZ3VW> ,?-2K6J5D*Q$_ M2P=\'Y(&8XQ;]#1?CQ1BK::QK<;:.,0QY@%CS#*%F.-^'19H:.]6+K#F-"F]! MU4#E/]O4#6CV#30,9FV-J/D3@H\W/[O#;#"Q([A[8N_ 5!+ P04 M" I?0Y9=KW^'S(& &(P & 'AL+W=OE-&3;Z=XIM@!/;8N594C^ M_1X98R<9^4 \<2X2##YO].B+!^/3C50_DZ40FMQ'89R)H]-U7#4YGJ,(C%5)$D MC2*N'LY%*#=G+=K:/7$3+);:/-$=G]JX0LR$_F/28&Y4[*G^;@VC]K.:9%(A2>-A$<_JS%6(2A28)V M_)>'MHK_:0H?/]ZE7V7P '/*S&6X?? U\NSUG&+^&+.TU#?R,U'D0/U39XG MPR3[33;;^*L!6LS$6HM6L/??Z$#YP\$J5<@]= VC8#'SYBN0KZP,>'U M)16J14/K:J)-RCP!@=.M0\5A"\UVP&H^/*MR_-"RFH!'!>#188!3H0+IF^V$P(9F77)X4K&!5.X@:'U- MSN."_@PSJL@\7BXP[V"IZV[+Y[VE=GXT)J:?"<%W\F+^'X(KJKI*RJ\4.K M:O)1IWS#=-!6C5.EG@-BLW5/7+M-6=NE-DZ\LB[H(S.@:,LN8QWH!^ ,!9FD MT9U05CP\Q'%HN^>P@1T0K:T+R$I =@C@C5@$B89]59,)C^QCB ?-9)C&_,U' M&?!!O$C>D^O8ZUB!T9RZP*7+4-Q&_"T>K,AXE&-^!KW> MP+5R-N$WM!08 M"'GD^Y .*RY_0#[!>>1+;.?$(UW6?_.=)TM8PAJFRF@MXE20RWN]_=!J[80F ME(F6SD1QU7G>"6-S! -^*S>VYI[OB1N%=SRV;09CO+ N9^E,%-:>.;DAQ6T"7>BI3Q1W'B>@TYEHF&C_C=852]>/)$RYMBWK"8LBI46 MQ?985,:I!*\$VQ/PMD\'[ZS7!YJP)E9:$\.%YY/,M'XI8\R:]H0P.FB?L/Z1 ME:\):6*E-+&#I&EGP=L/H;!E9HO2;OE[$G]8KSN-\;JZG*4KL8->6,79A"NQTI780:YD+!], ?;5A516(=R3,Y%QFWN>@!@(\;>! M5MXF7(F5KL0.9+06,(X:'QU3C-:$\K%0>=I#R %@$ M+CK3TOL)WI-=I"=?4@U:$)O/FE;B5W*8O!^V:;TLS7PIM![VC_I]>@QO3FL; M8BD[#%>3IVPKKLB:AV#>6\7]3"4> MHCL96OGQ@-FGR4;DX[S&TQ<%<#V-)'BM*09\XT%6HE=&J46(FY '?RZZUXO $O M7?&OE?:TNTKILF*QY-,QV_7>X.=/\8;4;>[2F=S<=L^NM/ *&9V T9"/'.%<7O30?%L<9/'*+NU MH5N>OKU#Y#,WAIJ04,RAU.D"^T*9$^#U MN91Z=V#^07'KR_!_4$L#!!0 ("E]#EE%"G%$- @ LG 8 >&PO M=V]R:W-H965T&ULK5IK;]NX$OTKA#=8M(=BP])=IL$2-.[MV"[V$33;W0\7]P,C,;%0670I*FGVU^]0=DQ;?"2^\(RI5HX,J=5$NNX:VZG[8K)7C9+UK6M4Y(DV73)JV9T<=9_=JTNSF2GZZH1UPJUW7+)U=,'4/7_PN;I?:(/! M].)LQ>_%C=!?5M<*WDVW7LIJ*9JVD@U2XNY\=(G?7;&96=!;_%6)QW;G-3*A MW$KYU;SY5)Z/$H-(U*+0Q@6'/P_B2M2U\00XOFVU_BP??Q:;@%+CKY!UV_^/'C>VR0@57:OE='G MIE\-T52->8PW6L'5"M;IBRO9E/!01(G@52OKJN0:WGS@-6*@6Z,XQ:]^=+PMKJS@RELT05]N/J(W)V_1":H:].="=BUORO9LJ@&/\3HM-O?^L+XW"=S[EZXY M1309(Y0EEˆ%5_^412P'/?+Z?[R*61AFPJR307I_:6A5'1*B4:CR[:%F- Y MXED[H'X'9L>]:U>\$.(;0&Q**#/HM6J*DSM%0%L:P=L MY[9XGN(!-M>(S.=S/[9TBRV-8KLL"MDUL V4*$3UP&]K,48-M-@WO(8VV&\4 M:*A(?%^)=01*P&9!M81*:M$)80S!#D$G">(MDG<("E]L"[^_!+4LEK=";>OY MK2\#J1,<990-,N :D3D+/)ULFX$LFH'?I1:[X?O 9,Y;N MF.V#MAR'XR3WJ=&\N:^@@6X*(0S4PV.$.AO?9Y8GH;V/+>'A../] ;GENFKN M42U(R-EQ/!$WDVZ5L1JV$-0)!UB=HT8Q0'$EJ!PG*'6_2K8.,IVARK,8WG;#]IR'(Z3W%8WK?A3 M2#5@#[VQU-F0'JLD).NPY3@<)SD J#H@C]H^%2]&E[XR,G-:LVO%YDF@_.9);,LA'1GT(O3W:>FD$N!-/\>3:;+7-FP7WAL2 B> MY382Y[:_N5*&TY[+\LF+SN4HBH?D&[^1OP&@V"AMJ8[$]>ZJ/[H Q5-NI,4D M(LR(A\;HW"E;SP"8S@)*@EBN(X=Q73SK+GGA=#X$ZAG!2$! $LMPY#4,YR$2M+TZ7QX")R;!G>X+;96X@Q6;.[F,&^WCL\Q$XLSD M5B<,Z\W]1 NU]$*-NGO5/MJ$XQG52&@Z)Y;(2)S(?GT&'^ZX+CO-$T=/QF]S M>+^@EN9HG.8.VH74,Z2)EP\KQ&)'0V$XMR=$XR7T4=P)V8-F3QQ9D4,=3E\&R ME Q'3H]5GN>!*J>6YFB0+!Y%R MN:RT&=K6PR?('5,%HBD +WIC#IX03KRG87'/!VS*(SC:C]ZR)&71L>!&R^+K M0M:E4.V//\P(SM\C9?&>=<\>5")K4D!3/%<MH0=>=P*=)*=)@A'T]0NN!)CQ#N]D*KZ!W9=GHZ3)#'_WJ-T3'(RGK%T;=>B MJFV-FC=E!-.$/5^3G6YA^"Y-APD=PI)QRK(QS;#'(5Q+TG%&DK!#YPS7M^PA=;3#4E!X3&MAF5CS0N'BX+,O*B'+H!^:X=%(UJ."K"OJ#%Z1'/20I29V^ MY9$/D7&96OU X_H!!K-NV=7]5U&EN*N*RM]=77$P(5F>S/,A4)]A"G8!54:M MDJ O*(F=*C9?AVD%]-4I82N42%;/48L&>=L6U/P\2N._[W1NMIA@J$).U_/ MO&BW'ZM5&?0U9\(WLNX:CGZ&K@6UWXX13%.G*-S)O*%XCHT9=:8KGUF6XL" MQ:S88'&Q\;ML)H9HE*QKLW_-:"=1.NM,>:1$6F:#9/N,\N@-P6@6KW!XGIC MD_.#LLM<.0&:F=(A9-DP";,\OF+,[FF_+\<%AY1GT>_(B.Y&T_ M U8@L/AY^J'E>=1C]6-YVX_=2@X6EQP'E.>QCBV.X&@=['3GETKF9V*_<75? M-2T,_7?@.3G-X8&K]2^OUF^T7/4_7KJ56LME_W(A.#QV8P#7[R1,B)LWYO=0 MV]^_7?P+4$L#!!0 ("E]#EDI'NGL# 0 ,(0 8 >&PO=V]R:W-H M965T&ULK9AM;Z-&$,>_RHJ>JD2Z!I8GVZEM*7%4M95.LLZ7M]D75%QM8VZL R^TN=JZ?OK- P#P8[-/E1$WP\[\P?,C%Z]R3ZE";W&4 MR(6Q5RJ]-TT9[&E,Y!U/:0)GMES$1,%2[$R9"DK"W"F.3-NR?#,F+#&6_R[MM5C.>:8BEM"U0#*+8R*^/=*('Q<&-MZ_^,QV>Z6_,)?SE.SHAJKG="U@9591 M0A;31#*>($&W"^,!WZ_P3#OD%G\Q>I0GQTBG\L+YJU[\$2X,2Q/1B 9*AR#P M<: K&D4Z$G!\+8,:U36UX^GQ>_3?\N0AF1&/9/X?'4M;RT!!)A6/2V<@B%E2?)*WLA G#M@]XV"7#O:E#D[I MX.2)%F1Y6D]$D>5<\",2VAJBZ8.\-KDW9,,2?1LW2L!9!GYJN>))"#>%A@B. M()[82!0L'DE$DH"BC0XLT7<5,"GKV(&)ZK8?EL?-XSIEX#Q'L\;P*T"V(OJ6P\Z T@:!0"11QV9MB$=// M8^H>.BQM%Y(YG.8Q>%W=N/858/2K2C=*RCE'G:;1"13>R[8?S3L MHRT"NB<<$_* UK %Q@VF+V*V;N>F4F9]?-Z'0S/GMA3UVOA=NULS_4=_TR% M_8K6OYX61KQ4T+Y?GVF0)/*N3)((/(7D"B9B6]- MZ#[020? M29N>^>.634@IQ7D=!!R0P6#2CZ@-4@1%3 GT$;CHG\^T?B%BG_[M>=#]L^'GW_"OO5KWX#\0<$:V<^J(&>#V==)E_IG70<]. !7+8&-C<=2L"7LBU?@ZV(A]S;1@Z^>A M-#])0:YZR7%7EMK39MBFR5QK*!X6T0[S10.]#'K:G[[E]@ST"PR;X+56XF&Q M;/7P!5.]#-@8*C/\3ICOJ74LG'M;.<] CPQUW=?$,>==PF+P6 M4#RLH.7L?+QJ=@['O'9X_JAHS0K4HHR'5?G*450$F[5F3'<6C=HU<6M!QL.* M_)V-W15>/-7/8&WL4;LF=BW1>%BCOZ.MI]T18_<0CYDU@6M5Q9?*ZG4M/;N, M>LRLH#9/7C#UV_TG(G8LD2BB6_"S[B;0.J)X82X6BJ?Y.^<+5_&FQ_N*0FI MT 9P?LNY>E_HU]CJ9XOE_U!+ P04 "I?0Y9FY#_9HX(!.+0 & M 'AL+W=O6?,R3X3\6=Y-JVW) MDE4CE&=3XCC^-$_28G)UT5R[*:\N>"VRM& W):KJ/$_*[^9QA\N)WCR=.%S M>K<1ZL+TZF*;W+%;)KYL;TKY:[K7LDIS5E0I+U#)UI>3=_@\IH$2:!!_I.RA M.OB.E"D+SK^I'Q]6EQ-'S8AE;"F4BD1^W+-KEF5*DYS'WZW2R7Y,)7CX_4E[MW!@OC5DD%;OFV9_I2FPN)^$$K=@ZJ3/QF3_\S%J#/*5OR;.J^8\>6JPS04,\38?2:/K2,.!# =$""M -$%O $!V@I07< =$'!; ??8$;Q6P#MV M!+\5\!O?[YS5>'J6B.3JHN0/J%1HJ4U]:<+52$L'IX7*K%M1RKNIE!-7U[Q8 MR3QA*R2_3H0*G7PIDGJ52LP;=(J^W,[0 MR8]OT(\H+=#O&UY72;&J+J9"SDSIGR[;65SO9D$&9D'11UZ(387F-'O_CT7O.H/L< MH8T^.J#O=RZ23):1>U;4# KN3MQOQ%4IN[^*_"[F-X?>LP$$<\X>U#/2W1OI-E+>@)%MCA=W:,DK49U#=KHV-ZDUX+S:)DMV.9%% MOF+E/9M<_?L'[#O_@3)H3&7S,97%(RGKA<';A\$[(M>:$*C*8TFZG1[W, D\ M7T\Z$T1<3T\Z$X0Q#ATMZ8#Q?,>#D\[?6^L?F73L<:O*,)QW_IAY-Z:R^9C* MXI&4]2(1["',16//N)U;(4&1(KE\H6XI-?D4! NJU$4*%@9[S$_]'/AZPMF/*V$Z5?Y4Q M5>F^8@MEL8ISG5:;YBE094#RF22KFW+Y%A5,@-Z@YMPDU7!T=P PXGA&_ %8 MZ$?Z:@'!L!<..:1CU=C*%]].E$?>H+M$-HC2+U62-8OGL^7 !8S#N@=,D*MS MNV,4Q1"(#O03N&.RV$YE/XD-*Y_2?CC:J]\-5,? !%JV JA].4.!)&!]0YW M1!9;V=DN\1=LS4N&TF+)N$PJ=1IAUUBX(!CQ##,!&,9^:*Q<$,X_Q/5-[3@D8[>$3N]>TH$PQNW/*N+!/W,LY5TANR:Y/-Q M!KFB'<#O!*\D XP.](Q.V)G=O.D+)3%Z$:6 M_=M-4LJB/TNS6H [FN^?T?85_P4ZK=W.=7KU^TQ__&<@+CKS:'3XI[L0$O+. M]%VZ&,3AZ"P88(ND8XO$SA;_;-X$2&KP[E[2Y#N&?JOSA72GI R-1ROTJ1:5 MD%1*>MKN7OM 0^UX>:'K^=2/?-V_)A!CXCL1UGUJ JD?4D_?A8H!8!3YY* V M]'W:<5)BYZ37Y?>MX,NZ+%FQ_(X^IBI+T>?=SAKZ^I$I#\/>L"I^Z<;3J-KF MHVJ+Q]+6#U''DHF=)3^[P][*^[U2'^,"4!%QJ8))5U]CN!& TP /] .E(M,?%>OG(QC:IN/JBT>2UL_,EUG M0>R=Q?,U$-K.U3W"Z)GZ^N'Z[CHXF_),=R,?7/74UH0>M;D95=M\5&WQ6-KZ$>]:&_KZDS5TU*,UHVJ;CZHM'DM;/QA=_T7' M.E_3*NKUB9YCK'8FRJ/&:F>"]$/TC5QH0.P/;"E1U>3TKW0] +7W %_Q7S=E MRLM_R<1,N7HI5]69],">2=YJSPM)O2 M[]3QQZ2\2XL*96PMI^>[P[NZ'X-OFL.F""\'SYNN&)2M6*H"\O^9< M/U0 ^R/4%]'U!+ P04 " I?0Y9I.% M_2@(9G[-1>-EB=M;Z2Q1!Y2B M@95FYE#77+\N0*HN]4+OM+$6NPKMAI\E+=_!!O"Y76GR_)&E$#4T1JB&:2A3M[R&<+V(;[P)^".C,F:R DA\DKE7W#89ZII8O5]*X+^OZV/N9 MQ_*#054/8%)0BZ9?^$GBVR3A';W*NVAZ28]_-A/V M>7WG>B?H B64Q!5,[JF)NA_9WD'5NC'9*J2AVU6)!%*8G4FY[,W=MAZU]H$78X@U%:D'*3K[]!2E*(#]/1CXY"6QR,&O,<.#!C"G!WC]=5O_MKNK MJKWW^_UZLWMS<;??/[RZO-S=WE7WB]V/VX=JTWSS:5O?+_;-G_7GRJU#72V6 MQXWNUY?!=)IK3?6N]G:/] >+^H^?J_7VZYL+ M_^+Y@_>KSW?[PP>7;U_+#Y7'ZK]KP_OZN:ORQ?*J=76[/S 6S?^^5%?5 M>GU -3ORWQ/UXB7H8-[WYN-A55]OUOU;+_=V;B^S"6U:?%H_K M_?OMUYOJU*/XP+O=KG?'_WI?3VVG%)[MXVZ_O3]MW.S!_6KS]/_%[Z>1.-O M#PT;!*<-@MX&<6[8(#QM$ [=(#IM$/4V" +#!O%I@WAH'Y+3!DEO@S Q;)"> M-DB'1LA.&V3]/J2&#?+3!GE_ETR=;I1X^N6F0W?*?_FQ^[]V:-SD^>?V^[^W M.A7RJV"_>OJZW7[WZT+[A'?YQ/!J.VS?Z76T.1^Z'?=U\ MNVJVV[^]VFZ6S7%8+;WF7[OM>K5<[)L_/NR;_S4'Z'[G;3]Y5W>+S>=]YZTV M7O'?Q]7^#^^[7S>+Q^6J:?J]-_%^_7#M????[U]?[IL].G O;T_1KYZB!X;H M'ZIZU7!_\MXUAVM5U\?(V]O?O'^KZOYC5?_'^ 41ZWI0K)\AL0H^UM7V_K[) M2E;,G,?\M&R&N$EOB[7W;K%:3IKQOUH\K/;-WPRTY*'OJWV3T)M.%HMZL]I\ MWG$LP;/^V9PL=H_U'T\]_<$[]9L!2A[XRW9SN]WLZ^VZ^>:S5V[V55WM]AQ1 M679QVPQ7=[/+YAAY.5""EP,E.')" ^?GQ7JQN:V\Q=Z[KFY_]$+_!R^8!@$E M^B=2KD($VC(-?P-V/PI8Z?!(&?)CI?$$W],,TSK:746T;1-': M*:)=$J3!><..3,(7F81#9/*#M[M;-+_;(+D\$:..7!(_B.*>8O1V21#W>U;H MK=(LB].LIPB^&P9%L!O1FOW;7_QD^G?]JT?"A-[K:)I&?K?3_QC3:8G<3P6" M=;09O6@S8OOW2W,C\-UZN]M]WYS);[?W%25&%C$\+5V#. 6(,^.'QJ!W4/"; M,<'+2)/T))TF@9X=07LIB8!A.M5S)[5C46C.G?&+/F-V'-KKK^7JRZJY+%WN M)L]7;91469J#5$&< L29\:-DD&JL_RA^J%\)W(R!EZ">"1!'@CC*/F@=(2#4\.\PE+K\FS#\T-UN)P'4^)F"4YB!C$*4"<&3]"!A$GVN^1);&N MX3'L$M0Q >)($$=9QZPCX?1%PBD[B.5N]WB\WVEN_T^7LG_[2Q;X_M^]777[M6#*?WI)($$=9QZRC\.Q%X9FKPB?>AU;;[_K:?KZG(W;Q9SX4_7M=L1LYWEA< M(V%%IN>4U(^BKDCGR) E$B:0,(F$*1"LH_C\1?$Y*/WU6Y?KVX/[N[X\SD MXV:UWWE?FH^K)250%N>0N4&< L29\<-DR-R@X#=C@I>@X +$D2".^G9.YTCP MIZWM,1U_+'"9WL(UI'I^*]=<#Z45)]IYMH_3).\E>VC,$DH34)J$TA2*UM7Y MF;WGC[V.KWN' *E;ENYP"D"!"A1H9ADXPUG@M-7YP>)'^O7[*'B)ZIM @20* MI*SCUM5WZ\KYO+=$7L7WEU16_E7,^1]**$ZT_U/U\CHQ90FD"2I-0 MFD+1NGIO[46?]ZATO4^\?[;[1O:WV\V7JMX9IAEYK$LB!X$*%&AF&3%3(M<= M0S_,J50^!E^B>B=0((D"J0$CUQ5WZT_ZO!$V1-QL+A_CLUWQ6SGG!KWLSDR:@FE"2A-0FD*1>L*OC4\?=YNNSK4.JT^/AYK6#_5V_M&[IO)MU5D%U.I4 44*%V6 HD %"C2SC)LIIX/"WXP*7Z+""Q1(^KK!F:6Q7C:E!C3L M2KRU0GW>C3NKFU.+^J40*B0%_82R%,[Q 5W4JH?]+:*(SJX= MW26BJ^B(AE09'=',G\9IF"=]?8SR ?FMG$_82)H@NDX5TXWJN(3NJD+1ND)M M+42?-_98-G3('P"3D@M^D-R=RF-R-KA"U=,:ECA*G#I*8D31] M)U/;F(Y+Z*XJ%*V[V]$UR +>R!4+,PS7&^=H;0"2IM#:264)J T":6I0#<7M)WZ29.;+Q*#UM@)7;VO87"B/=58MDE9 :7,HK832!)0FH305$&[5X7K"J-G6 MKPH&+R,3CYOFM#\UW](SP]:1P1:2#5M)-FXIF>Y)!5G4))B+=FXQ61Z@$D0 MI@EQ=2>(CAJ7DQ'[6>Q7I.LB)9QE@3F8O*@]7P"WF(@+AGMVM$GZ>E+1J(A M=N&4=U7$)W5:%H7:&\V_DW &RPN&HY#9JE5B@FS2FN;Y1 4HB@'&NC^BH,;D1YA(JUT>TY.?Z@M8" M"?BY]#%S?8$^6VU(;GI#,KGIS>BY/DM?3/H8,9W/)#5M#S.1;:H15HHT,PR4B;9ZA;()(CU'_%F M%+Y$]4Z@0!(%4@-&KBQJUFP)>*_ 954MCW(1-,J/08%FEE$R"9JP;(*0$O0HMPP;5.X$"211(#1BYKJ!;*RC@;03@&EL^DHO>46NU4*"991'->B>,GHB:;1JU M' O5.8$"211(V0>N^URDUE *>4,)NM[6$LM0ZMV3G MT* EE":@-FE*12M*_[6J@IYJXI=;DA*%;7P"@4J4*"99:A,CQX#A;\9%;Y$ MA1*S+60 $*E"@F67$3&N*^W6\PO_W#5;%KPIE4/7;$%I1:B;94D4QGX_E4.7;$%I DJ34)I" MT;IZ;_W*\,]32.2^GU5?ZYJ($" M211(4#= Z,U5D/GQV)VCPSV4F>,5WC%;^5\J8.D%2&Q2.Y0:=2_U($N=H/2 M!)0FH32%HG7%WAJN(>_U_6M1UXO#*V 6FZ7W9;%^/-JMWJHY!JKEX64P=;5^ M^FB_J9;5Q[VWN*\VR\-

K8T@AHSQ9%*A @6:6@32=('1GT0]#ZFYVE">+ZIU M@20*I :,7%?SK2<;#EJ>-ZC&^H2RE+#R 5W4JHHS@D42*) RCYP73F?O4S.U?@;7;W*1W)1 M.VJY(HTLPRB2>VZA9@2;V*
[&44O49T3*)!$@91]X+IJ;VV_B/>/H-6KEEB& MB6!^*]>)8"BMB @OR@_C:=";"89&+:;$T :5)*$VA:%WUMWY@Y.P'#JI?XK$N MB1WE":) ,\N(F1*[ON;O^+
(V+;&/LOQ0G1,HD$2!E'W@NM)N';W(U=%SJU^R MX$VY'&KJ06E%1#WY,HK3M)_+H:X>E":@- FE*12M*_C6U8MXM^C;"IAXN$M& M1YEX*-#,,FZFC X*?S,J?(D*+U @&1'>7*P;5KBOPUL*+>?J:GM_WTC[MP\F,V2R]%R[T[;VGF<17R86O8?%'R;/F@_E(G>4*X@"S2RC:()[\831F') M1]%+5.<$"B11(&4?N.X[TUOW,>:-J[%RYRYJ+"$-%S7\5JX7-5!:$1,FH?Z@ MHSDT: FE"2A-0FD*1>L>
ZVQ&?/6V5G5QH?J@7?>3RA+U08?T"%?$^&(]@U+ M_PS).-;]MR!+TIQX#O>H "418!}$49#H1I(@.FJVJ#V.TF(QZLHHF4LQI4M<$S'"Y44: "!9I9AL>D?5#XFU'ARUBW MW29).B6J-E [*HF0?
CHE2N&H?8ORW/S@L;@U!6/><7+QN'F4BV11KA*-+., MDDFRQ,)!0C$WH^@EJG,"!9(HD+(/7%?.K>L7\T[<>]?'=O \%TVCUO>A0#/+ M4)DTC5K?-RI\B0HO4"") BD J'M4M&Y@S+M/[%'!3BN,
<;6N^*V:VA:*5&/L)"8 M1(VD%;'N-F5YH$W<7VSR_;$xz;A+PD:Y?"C0 MS#)NIIP."(G\$*GR)"B]0(!GK[AWQ%F5;]XZXD];A2UR?G&I_&@>/=) T"E2@ M0#/+:!DDC0I_,RI\B0HO4"") BD
J'M@M+9?XOH"0(>G<5C8AFLINO3P4?7O5[5=^N=J1! MQ--=3@BH!9(HT,PR<*83 BC\S:CP)2J\0($D"J0 H.XQTEJE"6_&D:MT^D<' M?U88X_9=\5LYGQ60M"+1W;[.,3X.D?U9 !BVA- &E22A-
H6A=Q;>&:*;??^L M'ROO\>%9[8>*O[HZS/!4WNYAO2)O=WFDRZD 9;RB0#/+:)E.!:#P-Z/"EZCP M @62*) "@+H'1FO=)KPA:#LPV)/ J/69_%;.)P'H^LR$>&-FFB;JY9G0H"64 M)J
T":4I%*VK]=:037CC]%3P?1#X\U/Z2(&B5F.B0 4*-+,,D"GOZ^YM.$UU MYVH4O41U3J! $@52]H'K*KFU7!/>!+Q>[=IY_/W6:1:?1[O(&V6[HD SRZB9 MY T*?S,J?(D*+U @F1#OIO2/9>?]F?PA+;L2;
[W9A#=/S]8J7%>W_(NN3RC+ M6@4^H(M>AX2;6?IG$B/Q&L7<#U)B[=BH "418!+$TYQX;HH@.FI:JT#M=Y)% M1%DMT3(.P]B\5B%[(;#B1H%*E"@.0I4
MIOIZQ4G<'&]Z+D.%FX@(/6)DR.U;\NV1<9$E[:.7LJ[;B[K!WB4BXQO:_U0 MH'E*/(ST9<-EJB @62*)"R#T%78JV/EKKZ:.,J.GFLB]Q0!AH*-$^)98C- M506A-Y1A0!0)%$@-&
(.NX%I3*G4UI9R*,:]XO.N\(I16I+JY%*33..U/+$*C MEE":@-(DE*90M*YT6WM>GBXE_Q 9Q3)M2*274K)O'C:?_UD-"@)90FH#0)I2D4 MK:O=UHI)(58,3W)C"@K!@6:I[HW,/%37Y\P*U$A!0HD42
U9!"Z"FLMDO3/ MLTAXM(OL4!8)"C1'@4H42*! ,B7,B" (B5>"#FG9E5UK6Z3\K/O{\^();[\ MO\?=WO34/!![E(C.4LX$"S5&@$@42*)!$@10 U!5IZY.D_!2[2:3LM2)R_OT:
M2BM2W7CP^X_AA48LH30!I4DH3:%H':EFK5.2\4[)>]=`B_ \AZ2* A4HT!P% M*E$@@0))%$@!0%VEMIY,QGLR!J6N-M8'?ESQ9-?<"J45&;%:*LWZBZ6@,4LH
M34!I$DI3*%I7LZW)DPUZN..A4$(MZI="B8@4:3"@ZN6:#^B2-8>$FV>Z'1'D M?DS4G91$TTD0)T% F,5$<%/A"[4':1@0#^DD6D99QCS+.VN]DXSW3HC"%_OO MJ7L2=.$+T9
J?"&:!5G6W%;UI^SXOCCG"JC)072"*&&1T* *1>N*IW4O,MZ] M<*FT.Z%L20#E0PP*-[/TSU!)E>GS\J9*NU$!2B* L=*.Z*@QX1#[35?:$2WY M2KNL]1XRWGL84VF7$8LKZ(1#3/U3"4=O1E?:6?
IBT@?468#2!-%UJM)N5,<6$?,(G9M'T3KBR=NY^9R?FW>9/3JA++>.?$"}" HW#PG2OD- MLT=$4^/L$1'"^0T>Y03T\+BS1S1B"H'1#-Z M]HCOBVL2@-($T0DJ"4"#A2M*YYV"CGGIY
'W6#Q# =3#@4J4* Y"E3FQ/RT M\U2/6\)5$Q)Q/2;,R^1?8B=R_W(7*B5MW/7.3]W[;*6B4>YZ @$*E"@>:[/ M//LA<358HB(*%$BB0&K &'1%ULYQY_P4K7,9 <]S41J+AP%FJ-)0HD4"") M BD
J*O4=F8]_X9WZ7!%!#S7=3H(2BMR?;[:UZ_&H1/N4)J TB24IE"TKF#; M&?:VC0!(%4O08F"?#\W8R M//_VR7 V"T(GQ:&T(M>G8U/?#_.PKS#H=#>4)J T":4I%*TKW79./.?GQ,>^ M89R4,?0=,5!: :7-
H;022A-0FH325*Z; DEB3L"M(Y#SCL WKF7FZ2YG=<0[M8E"@>4X\6TD52+=_2U1$@0))%$@-&(..[IKKIQ?A'?[MJ#'S']"=!BW3S=TOSDO:NK3U5=5TOOZ.9XJ].IG%9>]$VS MZ'M^;8GM)"N41_-
,ZE8!4#D-Y=' 2!)&4@A23W+1F>1X(^=%<@]'R56'Z\73 MQ>)!=/P4^3.\,P^=Y8?'EVGJ&V$ <)=^2-P";U#)[^U#G5;$(\KQ.V8P)&DC"20I!Z MXDO.Q.?JUC0WV36M/CZ50M=,8'"%,ZZC1S_*TZ3_6
ALX!*+$UB&]$C%AE4P7$]& M!Q.C^Y%_-KWL6]\X_:Y>;>O_>6AN(;;+PTGO<;W?>7>++Y7WL:HVIPWYM)$%,]NMS=5=7^>K%?O'U]?!/S5;5>'RSNQ\W^<&2=?7K8DT/O7OWL7UQJ MGQ?
^JQGU^=Q_=4-]+OQ7_Z ^;X[+_)4\C##UG3]MOFN&M_GNLMW=MZ\?%\K MM:@_KS8[;UU:G9J^\NAP9+UZO/=RQ_[[4/$OUUX'[?[_?;^^,^[:K&LZD.# MYOM/V^W^^8]#@*_;^K?C\+S]?
U!+ P04 " I?0Y9#?EF$1<" !;! M& \AL+W=O%' MEF[* *G)-G4/TZ)$W1ZF/3AP!"O&IO81VO]^9R HDY*\X#O[[LOGS!UQJ\W> ME@#(7BJI;.*5B/7<]VU60L7M1->@Z*30IN)(KMGYMC;
\RZIDGX4!/=^Q87R MTKC;6YDTU@U*H6!EF&VJBIO7!4C=)E[H'3?68E>BV_#3N.8[V ^U2M#GC^J MY*("9856S$"1> _A?#%U\5W +P&M/;&9JV2K]=XYW_/$"QP02,C0*7!:#K $
M*9T083P/FM[X21=X:A_5OW6U4RU;,F&IY6^18YEXGSR60$;B6O=/L)0$\SI M95K:[LG:(3;P0#U-0Q(UQ(B(:$J./N7]11?N'(T]CH MEAD7536K.Z$KML@E.*/=1-FCH5%
>IDNM&$A=/W+ JBZ?_I/4SUA2--46=WNR"W@COV#>HLWVI90[&OCOB_WG86C34 M$7_/T?;JT_J;DKFMN89]'Z-@05S "]]^R:\#SY?89^.[--KZND:#@0*S#IL
M9FLI\!SB=9'PCJ;U+IJ=X_%/>L6-W0]N=D)9)J$@K6#RD6[5]*W<.ZCKKGVV M&JD9.[.DZ0?C NB\T!J/CNO(\7^2_@-02P,$% @ *7T.624@@1_A#P MIZ$!@ !X;"]W;W)KQK^*AW8Z
MVYFEP;+-99O-S"Z^P9QN,\WIZ9R7CA'!I\:BMLFEG_Y8QL%8@K0)VJV@4@_M_3&/9$F\)%\ L?S/8D5I:3ROTSXW%N5Y>;3U541K^@Z*GYB&V@5?UFR?!V5 MU=O\X:K8Y#1:U)G6Z149#
(97ZRC)>C?7]6>W^Y9^Q/_F:V^-P;\(AH2N.2(Z+JOT%N4;-UDKB)8)]GN_^BYN1 '&2]..@-I,A Q@WTD@]5D ML$[-8#<9[%,S.$T&Y]0,PR;#\-0,HR;#Z-2K-&XRC$\M8=)DF(@9AL=^N,'K
M+S>H%;3[R6N]N%$9W5SG[,G(>?J*QU_4HJOS5S)),EX_[LJ\^FM2Y2MOIBQ; M5&JG"Z-Z5; T641E]>:NK/ZKJD%9&&QI3*-B9?A552J,#[]GT7:15&E^-/K&
M[W>N\>'[XWOC20S_KUBVR+*%L7U55E%QOE7<1/%UUT4Y$@4EO$+R\1587A5 M- M% E"?? A6_KD^OTDT@*QDJNZO*WF]KE^)ECC?9C\9UN"C00;$5@0TU6?
M)4B8CX0%2%B(A,V0L#D(UJD+]KXNV#KZ MS;>JNYBR0JG_7S)9-1-Y2E2 M#0?FL)O*5\5%'($5*%*-;(MT4X6*5*8Y'$^ZR6:J9$,IV5Q[K2_\)9W]+^EH M6[4OB_]5G9M=_Z)D53\[9EF75M
XB>IA)WW>\%Z]]B[L*/9!\V Z@X'04&]+.E?C2)B'A/GRM7!LL6U& M%AC*15]B2DTX(I?R!R)S39G\ .;;4M)1SFUTDS$7" M"3,1\(")"P<2;*ET]?TH%UE(D'V.])H=:[5[5[+XSSZ?4EL8,5MS
M[=8Z5NE72SI7OTB8BX1Y2)B/A 5(6#B6I%F-T<7.LYS(,DU1OZ"P.OJ=[/4[M>>,VOZ1Y7O>!*_E2HXR>U3,"$^F;]$>F,-29:LLZ5Y1(F(>$^8IK(0W[F2)
MH:)$DSBBVE2I!A,AL#DHL([IY7"U,':ZB:RTM QZ4)I7E0FM_0.OV]H:"4 %ID]"K2$L8 ,T4B:R3TCN>H MN+KB/' O3*TX;_G40.W5+5ENQ%6[F.PF$-1M8D/KW /$=F"J+_)LY2%I'I3F M0VD!E!:>\E/-
+BE2U=&K,4;%W94Q:&9/3!U1L>3"QE=*JI[IK;Y6"UG+/[:)" M:2Z4Y$D%I/I060&EA0^LSTH2(RE?YZBXNJINK2M3ZP;<_(M/Y'YXB/AL M;:7K!;TO#?K,9;U-
BE7=HXBRA9'3QRC=UMK_R"=]E3JWY)F:H31KI8_G;/U" MG2LHS5=<#S)PQ!XMM,Q04>9X.!F+PI13FM(64.M2[O=!5E#[3@:\,. MG-I:=G7#FB;1?9(>=VU-I/4RA=)<*,V#TGPH+8#20BAM!J7-
4;1N=6E--?,- M5RVNNQD%7PY!D\?H/E6::GK*V;4":JM!:1Z4YD-I 906FK)M5MUCAF*3KT@U M(>)L,2JRKHI;>\W4^VNW.=U$R>+5%MZU]*Q]AZ9'6TB-Z2V_?T]A$ M+\>Z&7K$N?
J%TEPSB8/2?"@M@-)"HG#T"$%CR+1<"+.+*/BZ@JXM?V#U(WO;; M+X+(Z2/-MFH!(^VH*93F0FD>E.9#:0&4%EY"4_E],R*[BXZXWGZ.BKTK\M84
M)'I3\%?!!#R8+E'J'6H%0FDNE.9!:3Z4%D!I(9%M<(OKY)I!9;E4I:M(:*K*OF MU@PD>C.PZ3FW&JX'AKL]KM4?%G3#BD3=E=:3SU8VU"2$TCPHS8?2 B@M)+)- MV+
<'XOH.12J32.OC4)%UE=V:B>0-,S&.\RU=O-D^0QU"*,V%TCPHS8?2 B@M M)++[9XZ&DHKE5).)(XKX/3Q"TGJ$1.\1?GO=;-?LKU/NK5/*&KJW#DISH30/ M2O.AM
!*"XG"\K3LD=3O4"4;6)8\3U<2-*ZD$3O0LZR1UJ0-U&*,V% MTCPHS8?2 B@MA-)F4-H<1>M6B]W)'JW\7:;QZN(&S1LR7=85\U]^?+1V*11
M5GZL^^;TKVVRX:OTE+4%ZD)":2Z4YD%I/I060&DA4?B+9"0N\%.F&LO]F?>P M(4EK0Y(W;,A#>2=9&64/R7U*-8:-'GBVHJ'>(Y3F06D^E!9 :2%1>(IR]UR1 M2-QI,$?
%U95SZSL2O>]XF[.8TD5A+'.VYBM2-ZH(4KZH[X*F&^1,0FDNE.9! M:3Z4%D!I(9%M1V(ZHM 5]B415YG,48%UC[MJO4E+[TVZS40@;[?W,CZZ+T / M.U?+4)H+I7E0F@^E!5!::,D&9)\,1
MRIDHVFDA[8%"Q=>7<.I66WJF4YE62 M_7!4/Z^BYYZM;*A]":5Y4)H/I0506FC)KF.?$,G/426;..*6X#DJMJZR6WO2 M(MIY%7^_5>:-DPFAOB24YD)!I3F0VD!E!=!9":3,H;8ZB=:O%P7F=>I^SVU./
MV7K-=[P0V>,IRC/JRZZ09]I'B=']CK\6=7%ZC9":5Y4)H/I0506FC)-B:Q M)+/SDC*5F]E1P7=K0.N'6GH_5%,#"AIO\YW[OVDF:(SH(:=T=[S(3#9'A=ZM%*V_:NG]U6ZEJ+<1
M[S87\TWQ25%LJ[Z4F18AX (\B&9F(MAQ[,4:%UA=W;JY;^V-';Z*5Y3D!F?(NJ84!4&"F+LEK=.YUK5IGKX6>K&VJZ M0FD>E.9#:0&4%EKR^:5]E.9#:0&4%EY"4W=C5+M Q?
KP'K:JU=]JUANVZF%K_UJW%M1M _>MV M_JP^7F)W"IM2_5"+%4ISH30/2O.AM !*"R^AJ=6OL&$M1^KM[%(-CZ7JZKKU M5RVJOSIE69DG]UM^(-"^CY[U8_XQ2U,^RYED):V^@5K84$L52G.A-
]*\Z&T M $H++Z&IA:VP72>V>!3O'!5]]]$JK>]O^&(}L5!#>"/WSA#_WKVN?]'TEPH MS8/2?"@M@-)"6^&O.J.1:,->4JARUA(5?5?_K5%KGVC4'CYMICT.3F_6ZMEG
MZQ]JUD)I'I3F0VD!E!;:L@L[&EOB:DA%*F*.B;CA'Q5:5]RM5VOKMY+.LJI3 MSD>I2;83^0_1>O.SP9OS/(GY Q_YITIE0]U;*,V%TCPHS8?2 B@MM.7]HL2T MQ1-
F%:G&MKA688Z*K"OLUFVU]6[K]*B8C1^^&Q/3 -FXIP])EO$VG"]TIWG" M5 \(_:HOZ&RA6](PQ1Q8XIDW+K103UFH=&BV#RTT4!4Z%0L\K#&W9 55GZU_NN'==K-)Z[G@*#6J<56<
MLF*;T\Z3E(U9MGNX^9%'#]E0VP]*E^5!: *6%MNSNC:79!)"5.$>%WA5\ M:Q/:>IOPCV:E:\RR(EG4!TDPOO6AZEBGN]O M:V9?#U=Y4587J*\(I;E0F@>E^5!: *6%MFP'CH;BN?
LS12K3DL[!1T76K0VM MN6CKS<5OM;@;N5=#REK[[7(2I:*AAB*4YD)I'I3F0VD!E!;:L@]HC4QIVDWA M%HZD(Z]0D744[;1FH:,W"[^QK)X76=/U/Y+W_J$1\2.QHE2E;#WY
M7&5#:2Z4YD%I/I060&FA(UN%MB,:A9<4]>S;H&+O:K\U"AV]47A2W^:.I=LL M,J8IVRKG"?5EG%T+H(8AE.9!:3Z4%D!IH2-;@9:XRF-V29]6O >CJ+3.HJ.
MWE%\O0.T1U$LFSF;F*55/:CJ19K\3=\XBD)?R-G5 .HN0FD>E.9#:0&4%EY" M4ZZ;"P^D1X5 M?+<.M.:O\\9!NDT=:!8,OAAY\K J^VS9W[X^R+LPVT95?GJ V'HK(>[B]3NOV M.GJW]X[F?._<5Z.B-
P]R621\T6W=>K-'M']{^2450!]JD)I+I3F06D^E!9 M:>$E-'45&$KK>JRQN' 1%?NN"EP5*TI+-RJCF^LUS1_HE*8IG /?9B4OY.!3 MH0(\?]#O0'FFIIPJ13[C.7)4*;8G\6RW* KQKW< M6WG?
_G)PX,J56DLW-:UJL+(P=BT]?MKE@6NMDA4?6M<'QX>'9P=KJ9N]5R_X MV8U]]<)TOM:-NK"'=>NUM-O7JC:;EWM'>^G![WJY\O3@X-6+5B[5K?*?VAN+ M7P>92J77JG':-
,*JQ9>OI(.#O].U']EV2'+7#IU;NK/NO*KEWL_[8E* M+617^]_-YJV*\CPC>J6I'?\K-G'OX9XH.^?-.AX&!VO=A/_E?=3#7SEP' \< M,]_A(N;R0GKYZH4U&V%I-
ZC1'RPJGP9SNB&CW']+58US_M5[Z3NKA%F(#ZVR MDC3E7AQX4*;U@S)2>1VH'#]"Y4Q_9W'D+/_K/+@T%!DYV,T"Q]8MK9:E>[K5T ME[U3>Z]^.[H[/#Y-\0[S>*=?HOZ7[;B-
ZGLYO%H*G91%Q?*E5:W]*/ RNO. M@9ISXE-3X[_"KY0HX1/JWB-V_^@T" J#IW:CG1*Z$?@;?S3&8\$;$0]8NZA* M++()7#;!A+=Y9==._/#=3\?'A\]OWUY-^,^CY[P8'Y^;=2N;;5HJXN.-RIOC MD\
[E)^0(\:GI;']*+*$L<7AKZJZ1XJVI*]TLP:B_K2)U8@BWNM.E#-2I5BH;@@ MB/?F3JWG,.!QHD*71?\I2. E$8%A&[E68F'-.IGA+^@CF6G?V'SJ8S+>$S); M,NDN[TK>^Z$1'TIOF,N?
$YO)WM"P1IT0,!9SVCS]"V+ *_]Y J7!P_0=Z79I ME6H$'%>*$N&&VRIUA[K=4O 595#)5'SL]1.*$I0Z_?DKT0HF2L M"U4&19\<*"K?22*U-&0NG#;_BKPXJ4J2]N"&Y*J9CV/_"J4)O57 M(>"02!96 O#
7:G\Q_7KE54E?6?9&%*S1PGT#1;O+-MW>V0D;-2F=(1UAU* M;$GW?^BL6)NJJZ4M!K*@CL+IDG>I4%XWNH&[HKI*RQI?;2MK&.%;728]0D%1 M=:YKR9?BO80Z/+43R!&R;6M=1BB#8E-
WE'7%:^U+HYOB6C><-\0]Y*SRNPJ ME)?;4H_.OV(0C?V#E]@]%3CJ69@IG+1,;:45':*FF_KFEBK@"& MJ9F@@Z:'=###F-1*5A,/_ ^QVY1?\E;S^)K@6(J-=:35(#!55(+#KQ;GVVTGQ M^-
%K\K@^8X\>BY4TEVANQ7&20 (8,H59XB-W/(E#@/.#\$_5O*C?23>%7 # M)3I'()*<9!>MX7Y&*WG[CEN&B4?A,#4(:FX[VA(*C/21#X^.E?85'UGJ&@IA
MP>9<5Q7,M=:. ^EE5D9V8H%-4$T3$*T3[@?5 ?JQ\P;Z42GT2C] V-2>.0Z6(MKDPBP.\FD3TTWE\X((J57OB$K*)CY!*9ZQ+B4M4DW*Y=,6C'_HV]D=DB,LN M:9=2>};'O+
(5N!W@]C=2I0?'S\3U9Y$T.Q7GJ:Q,J":3ZL:**B@H@T_1-D%74($88R!D;8J_*C%!25[=:[[G M@1V2) \,RJ6,W!)656UMMK!1*5M*PTB0C;A5K0^8YNA'+E''XXCFVSDQ+S29
MEU%)08U(X$+F>A>U3RT9PSJ^EALSL>1L5P_6P-:T8V$3VRQ1J6[K-J MI"J72DW$9PE7:I8>-33A@$Q,/(O*[AD'_FQ@I+>. "1\Q ;2#6PO-)DE%+]H: MA6K@WY(R.BS"E4:R3W[3K@
1FPCE>, M*YFQ(,;1X2'\G/A9I*PRL+69DV:()M68.SI)$49;+G|__ "1B:<"4Q4A9BBU MRY"LQNOX%8R?]^5& WO'?DXJW4+\UC4JCV8F48RCT^F9>/8,OEKP^M%/#Y#4 M[%U E.=F(MZ].Z>NXP*
9B.1J6L-%R!DH^4|Y,R$-9*&X]%AS_(Q0U *\-2 MJ%I;,LHWH-J0JZ.4BH3P]N92W$;X$ 9$9J$X==-,*%42SH7H[FCTABWHHLHM M;2]N%2 _23)+8&Z2J/X@U^US2CC,;$]KN#.#O3Q]
(GX_HW.=Q#01EFE 4M4@RJL1+9M23;T0[: *FA]#601+RY^>2& M[7AT-8H$1=1^Z | 14/P2DBSC$.)[<7(Z/42L3\D)80HJT&Z."!E6T]^0,Q9+F MHY-45F(UIN=PSE9N]{?
PJI(04AI5;R58OQ>KW$1]GU_=O8CM(SF51(.)F4$ M!)$;)/APUU2D5\25NH?=*@:*74N#SLQ>=/Z6U(QS;PQ5JG,##=O0K+S3J $5 M.?"@/8AF,O2 M=$VT-&JV;FOE$G
AIAQ<@"LU]P/;%F(\AR7[425]01PNQCJ-_$ABY&A.&E!8"#I@)/E@K()P#62 M4:FB@SOU-[R3&\M9MP0<1%F;%$'J."_]/A>OC;5F0[Q09_7T2.P/,FQ85+:O M5"A"""A8@S/W>>!UXF\&
/[ZPA)V!2]J90#N-W74."[U_ MSK*PQ9RK'T+,;;RBZDS;X(7,6 ,50]& -%SQF7S[I#RTDFF&N&V;.+R/(,!. M9X!8FCM@48X',K5FD$W-[DNS)T?S[02MS(7*:M2_2.T,&6=%!3TB(4QO2 (], \M)
I%_[6VQQ M[RJKH.V0B!XU:6*\Z,V)(S#V\&PR3"3J56$_FD[7C ME(&&QW$=S]'1*+N@M7W$*)A[MZ-R,9(C$GV])G<.((:I^J')FWJ! O(.YR;-8UK=0#NT(NVQ'PX#IAFB=9XN"L9@[4%[NV':JA'V-
MQ&CY MDTRPEO0F6H3:[3L;RG8];&Y1E?[;Y\7B&X1#UAKR0V\|4T3NX,VJ!2'PWBBC M\.#Q%,' IPL"M1P3.4S87+!L;%\('34^-42YG4(=0M:GV4#13Z).TNN. 7I1 &4)5V*1G$P[%;
[_0R1A"$MZI5*L(=OB NX= M;1DGRJ%Q6>B@R/$0ET-0QT-W:.> LC?W_#%6(#*U,V3RB&G^-&U-W_"0ZPP= M-7@C95Q:&:.)3*)(Q-X.)B%'SK&_$.=;7,M=.:>4:1%'EPTA+VIRN)NA8&KD,
MS044H,@8T82FV@;U.'Q%$,[5+C4VV1_Z)'OP#,F6**>I":X1NDA)B)* MS>F5#RZT*IQ&N75*?\]Q>EEEO> 42\HM)>5R:D,= M13@AWGZ0/?@"('Q"%')'@.(K22^S$&!{X?3JW?;M[U11)F =:[L-/
MNA4)MR)1&'QGNW2A>GHE=GU =##Z*XT\CZ-_ -2@8 6,+W'$Q-1=)8;J:[6"QP]G(]X;_UFS_W"S\|:?D3N[GQWJSY3_H&15G: M@6/%,3[JH OR-Y>O_@=02,P$% @ *7T.6?&GB \J# CA|
!D !X M;"JW;W)K&ULE5G;:+)36UO[ ).0A!D2X "@'>_7[^D&2%&V[@>;/$"-!I].7T: M?'MKW9]^I5007^O*^'<[JQ":X]U=7ZQ4+7UN&V7P9F%=+0-NW7+7-T[]DB?5 MU>Y7I/'ZS6TMM=D[?
!K,K=_K6MJ'21ETYX=NZEN[N7%7V]MW.9*=[\%DO5X&> M]Z^;>12S57XTEPYW.WV4DI=*^.U-<*IQ;N=L\GQ^3Z-YP' TNK6#ZX%[>3: MVC_IYJ?RWJJD@0U/@KR=SIEZ2)P^M.^@?
>._ 9R+;VZ ML-7ON@RK=SN'.Z)4"]E6X;.] 5&E_Ls>%6,OW,LC3M|[>"D>C(8TN>*L\&|I10TZ9!X>W M&O/"Z;GTV@N[$%=.>66")%N]W0T030-VBR3F/(J9/B+FC?AD35AY<6E*56[.
MWX5*O5[33J_SZ9,"?VY+-O;&(S$=3_>?D+?7[W./YD7=6%+8U09NEN+*5 M+K3RXC]GUSXXQ,5_MVTXRMO;+]HRY=@WLE#O=AJRG+M1.Z???S=,SYY0MO]
M7MO]IZ0_WRM/BMFNY#076\6+GTP65DK81ANZQ>M:&B0F4C",!+VZL'4CS=WW MWQU.)PE73E8=92!MPLM)&FT+(2')]YOJ<$IDP4L]J$+/] 9//S MD;A=Z6(EI%.THA2& S@$H @#%U*
/]0(TF53& MAI"/GL?0?:.96+WP;:80G MJF.[KW75T_I>HO.9!UC0];90$,3;4]H2)A&XN[O>]"'SG=*NEQ<*!> SIDV M$<,9# W<9&V 4"5*[8O*>EC9) .S^*)JRV@O$BB-:>'1;SL:6C?0=[NA89:,
MS")6$GI?*V4&0035;:T#)+.UO!*MD6W)OOD[H>97MJU*2!=4ID@/S/FC-;$. ML"+8478 F@=+?6,!LAY9SI,"PC]KR6%7LK M+@)+D?I0FQ5>L.]*1.H-6MN^LV?;-
!=G"%A+]A3#73Q[J6 &2K;5E9WU MP\HIQ8[U^JNH8S&+WD I4GTIXB'#)WOY(/SF.NB7Y/T)Z_\G=A-@=0[K#41 M+@8[9A4TQ7E[[76I 0<*.!IGDF^W6><&H^1U12$"D%$^8'-!!RJ#*?UCH/R3
M & $RB^(@L2EHNM"(T8^R:;PL(GX1.JE*@YW(%&[%T 8Y0O5&.: ^R>;#%GV+> M5#J(7TSV2Q$LQ=4DQ=5&D8%Y*D(^AB^](#CAH+M82;-4XB4-34FQ=427&$(M %LD0
81<)(&!%8'!2Q),B60SRV?%*J)SL6E]-BUH6I@2NE*1M(**5LK^Y> M2@-&$@BE79*,R6M$T^OI3- J=P(7VON6-@&+@1!{DDB*^)5TZH%;86C$7=+M M5G)YA2 *7=F"!V*9(D$S$,
<:%>7<$S,HSD-Q4!4.'%%XG6C"A K :P5&U7"J3 M1 K:I6(BNW2(D#3$LF/8NA'4C0"(,#6]Z[H)DF04@PU)(WB;"R/TH"!F%P3 MV- (A)"NVWHM((L"G/JKU:XO]" $)(>[0%ADB91'C(TZ-Z.JR-
ZR7LJS@=PG M_>8&2/41*.$H9A/H3-@)>(6.0+Z0XEHF;)@MGD]]"%!%)"+M*@1/KP@Y1/ MM2$Y3$Y%7A"HKDE4CS? R:N!C'2 +VQ)YT31 FH(P!AYI@!Q^#>2;9D<|1\,3(B8PWG!3S*]1W'U8R2
6ZK:+ M#S[JO(-2?]].O&:>;6SWF?XF%08&7 #GB'&&1%6W;7FN'(3%.3'JA7*.V22, M-Z+\RF)^O1!C1.UX(B:'IZ,9XI?2+(:M?RK#UE0I<>B^I&/@H_SD0<7OZ%ZL
M>133#W@FPIAWF[03R;J:@J>%$XW(74'7(HHY2@(V3&UO!MHV]4(8G:@@K3, MZVW[NZ9N!#15^E5&FM.%N$0,P6R\G?Y-06_4X W5&>T9$_@=#5JA#T=051KC M2N*"+KP&H-?
8U8WJ_4VI:)U>PGP5] Y=CD(2ZCBAA32)%0R0%4,W:*F_62L MXN">%>JXOX]<3W;!+T695:,FR[?KR(F$E*X)?;'BK4>$)3C%8$ R^DI5 M9>IV"#2HQHFF=0V*=?)Q2XPJK%,T2^';%U$25]
<*+"&P[&7L9,1UZ]$L8J.M M5RCVO($-HK-9C%?@T0/]>7\4 @U2ZBL*!>?Q"[&7C\44?X!GL8^_O73]'ES5 M@[)$_R([B+X@*,B7#;/Z&7.GAU3K ?E\J-=#)2:\Z-'!3/P>83G["/*C*PK4
M+P1;W.@N$1^,9$BFL_F%.)S,1E@/-).[JIA&/ZIR2:Z ?L236I]XTH>N>3H< MT498\6EONKFM0$?%V4=Q4=FV+ !?'S]>;)*6-8(031F1CSL^=T>V33)8P BU MKNB; '[43|P4,
[HRT@()!$(3Y;V%%"9S9TL$\:IR3O,90K>HI/>1-%$Z=STB MB@6'A%L164?R.82?;E;"ZI1 ^RA1W?5LEJ& ^GU5A(,SA@Z)HZ=V]QSUXT-I5P
MF#.+G3QAM2H?:9JQO.$6Q2OJ'BXL5F4 ^FC$TB4OG,.3W%5AD%EO2QZAQWXJ) MY[1FBR_&G2RIQ;!#NNFU5VNF!{2|3YB EY;W-#0'[8>@K^ X*W75TL!+Z0SF M>W&%->?,H3JW7U[-
>U*+'"046L'ZEDXJ*J++$>6?W$*&+4Q'J?V/(_]):<3D"BQ/3\,/O^NZ,W!T^DH"3D9^M.'I=;M'5;Q>,/8B((*H2 MG%/Z)X1>?AT(37PB47:R#O B5(R:)D$Z!WR98E"\U.H81=0@#CKZ]ZI;#4M;
M;HBLRYFHWCL)F5]>4(>Q6 P/DL[;E*!N[!<'!V-.JSX).E@2(!) ^C5((1$=| M4\AD?#A:(TY4'H,X&" 7U..*T_[?%#.?8(^UD[@%[16_@O AR)E%;+{&*AH>JKO[9SI,/UW8"/4?;?
M7V&Z>;ZP<38Z0,XU)L5$DE7!FX^0I!(97T/%H\N^\.'RMNUK1P-]JVGOE- M NSN''/-38V*S M((5+'T-S"X@C(J1?&\1&3.@*S: ^/86^'M=E36#OJZ?V"R2OODX_NMJDQ&[H M'==$<|WQJ1/=
FHVK#969]!/%"O#S,) ?%*[HZRF?I M:!)/QNG](]T#X_R@W0YS=_@:/:D9T3&+W5+/1M:T;&]?8=_N*|=CO=RVDQ# MT8-#}#H\8]"Z5@4=8O2G&GJ4Z@<(:(BTYOV4+_U
T]?.BCZ@+%H&:A!_K;O M#"7)AO/8%8\Z[LFWSW;:?KZ?'#3+C]YT3INEJ^DXGTS2Y7X^24_1<|QPM>T+ MW.[@&RF(P)* !!/JHFS&SZ7]T_YC\UG\QKH>'KJ4@R*A)Z#&;H&IX_Q@MB-<
M_/H;;X)M^(OKM0W!UGRY4A*EEP;@/;7BW0TMT'^"/_T_4$L#!!0 ("E] M#ED^VR\X_0(+P& 9 >&PO=V]R:W-H965TJE1@)(="4 A(?F[9)U1#MMH=I#R:Y$*N.G=FFM/]^UPE0 M-
@'27N^OA684B/+JJ!'!%$8=H."<>D/^]7<3 _[:FT%ESC38-P%P23K&(7:#/R6OYN8 M\U5NW40P[)=LA0]HOY4S3:-@SY+Q_7JA2H+&Y< ?M7KCV.$KP'>.&W/0!Y?) M0JDG-_B<#?
S0'4*!J74,C)IGG* 0CHAD_-YR^OLM7>!A?|?^L;3[C-I^/X4B5,]85-C8TZ/J1K8U6Q#28%!9=URUZV MYW 0D(0G])M0%3IKC>J5$Z99<. ^5AO0#DULE.E6D63."
[=I3Q83:N7%ZUN>'=&9;Q7&9]C_Z\+.[Z9W: 78+ MGCXXJ511 1H+:@DV1U@J077,Y0J8[<$#>42V%NA6C]!Z5U.",,VV 2X16:\-D M9JZ!;A8]=[-3@A8+U%ZU?#<^X5<&>O8WT&KD=Q&U$:-N-
/UYBB8Q0Q*INTK MO F$!!)O2D8E,YHU):E%<+GR%]AK4;<[D+43;R95J7F:,F"7$&YS2:*2U?: M!XG#(0)1J^MJI:0U1'$,[[UCY]. E5;&[!#N<)A,T2.[!'PIR7M(=*HQXQ8$ M
>E$KQSVFM"/RC)!&;9)6UQE>ALG)W9Q] _/$AYS]":J*)E\O;Q(HM;-G0&V M4P"G%,"&&4=!(L+J> ^S1!@>.4J!>5;[I'@,I]\UE/[NWYE'M2& PVM?OF5YQ
M:4#@DD+#Y@W5IZZ]LAY855; ^M%"6W*[JYO1[0>T M+Y4RNX&;H/]#VOX!U!+ M P04 " I?0Y90<9P+$@$!7"0 &:0 'AL+W=O=7#)0@L %6XEVT(PF0X@1-$:-&W#8/11]6Y%+<
MAN0RNTO+ ^ONK>O>)659=AWU\B#M;>;,,F=F9'>&[NNJT?-1:4Q[.9GH MK.0UTV/9|@8GA50U,UBJS42WBK.\5ZJK2>!YR:1FHADM9OW>C5K,9&S&9#%KV8;?Z.PFAQ01E>|%?A-
|JX_F9#U92_G5+C[F|Y%G"?&*9|8B, QW_!VO*@L$&M_V MF*.#2:MX/'] _]#[#E 63/-WLOHB&^1$8R_EUBB<"NB9Q8W"_2JS<^FF8HTAUN3T_ELG6@3>S"8&]JS@ M)-
O#K0:XX#MP"5W+QI2:WC//*3[RW M)WA'!]|[1*?3_?D\GX5XF&XV=T^$YG#KMX90?3C.)4M6&9$&FY%3("A4OF@TQ M$WRKN+V=(!>'D,[9U<09TJ3:* M.PUL?4ZX?N[8Z[_B&:_77#FA[SJ?
MK&'[U#NB+I5\HY;&$VOR7?C.!S&,'56G:ARD-"#/$#K]'O]"0G"::(8I@\0P0# MVJ Q_6O$**70IS0 7DC!14R #.UNC/2(L1=-$VJD-:.XL\6??FA!Q(7%$YQ M54E,47B4V"5'MJ%Y#@0^-
LZR5:*RSUGH

*IR(,2:UL^D\?I^)=V5RK2H?&QG6Y=+G"(0O*EV7)C.P1DOB*>FN^+T7 M83=9HR_" ST=,4 73Q=)73O7=NC]+BTUA}S:4Y90Q4=DNZ1M>H,1%DWWSB9O M=6JS+'+PF:(L,=]C=:,YSSP*#!C4O'299Y6O+ ^R'G8;@94Z%AW^%F\D02NV@^C8HBE#N!.>C<>T2IQ)VM&M_'M??IM!2=BO+_MWAOPTX1UXE8D-M-'R$6_.&//?@O \%,0[<,1Q8^.86@ 6@NA6",HB.4_V!TI_3FCC) DKKNG] M!G1=D\4.*WE.5S3*LIFBK-$4G,P!8F>]'A91#JGK45WU9E85"C)M_[D'317VXK6,_D D.\.V.)7MFL,GL6.Q[R7;4>T=:*,SC]",8!5.'UZ7MT_9E M\V5XQ]HM#V^J49%7\ A=M<,31T?!D=A"ZW..' Q6_<5TH'WM(1ZOG[3 (MW[*#>B?#O2H0"9,,S&KL<^2^ M+ M@V$_B &[2OXB \4$L#!!0 ("E]#EEN)S>B*F0D $(?7 9->BO M=V]R.W-H965T0D:[IS_]./H=LVQ_JZGJ<.E7M MXY6Q7UVFE!>/15ZZDYW, ^^KM_KY+,E5(-S"5*O%F:6PA/6[M_ZKK)(1+RKR M_?%P>+A22%WNG'![SLQM[>FQJG^M2W5CAZJ*0=GVNM2!/%L9\ MI9NK&1G2 :I7"6>-$C\/*@+E>>D"&;\V>CD:BGKW\QJP^J\6=*^A*3._Y?K(+L!,))[;PIFL6PH-!E^>)6/ M31QZ"XZ&WUDP;A:,V>ZP$5OY7GIY>FS-2EB2AC:Z8%=Y-8S3)27EUEN\U5CG M3[^H7'J5BAMI_5K<65DZR? %RQ_L> DEJ/VETG0=>:* H.A37IO29$Y=EJM+M M}?NPJS NW!IW/GY1X<>Z'(C),!,CX2C@!7V3SMD)ZO^8V2%@\0\6SEO< ->NDHFZF0'A>&> Q569#,3G,GJO$E4LE!6C(TK.:!*SF.B+R3(5/E/B MPA25+ -="/;JDICVDN%6E-E:\[] Z,,:0CMG[%K\:KP2N[2*KO:&+EF%+$Q= M>F&6XHV8' W%<#"%},7=Y'M,QC5BFVP^E' M401L*L*F +)4ARP6P06\Z!NLRZ2V%L)OQ$B,Q651Y6:M5/0%SNL'N:E$YE\P){@JU9(1#5,,5NJB4=28=@[#8KT)OGZCT5",)O1W?BCF,_'A\E.TE.8S%Z7:@3%8R<(\|)@V^)QX0XD:S]G7 MT;,+ '7YS14FAI[:Y@$QORSUDXS>:U=,;5$$AI/KI6]A]S>X08 M'.T'X@Y(5491R)DBA.P,5"LI/H(=+VXD]TNJU",T#=0<&_&IFN!_T2C5L16 M[\2NP8W%$TG!@N[V196MG4YX56X2!B]"=FVL21*S1UL5RN,K*% Y*A9K"EC< M1+31D"!L\),2L22S?OKA:#R:O0 $'O$@(!*5KA25$ DD(=,BL>L*Z2)DE,F: M*)DEK?DO^HPC0SWMA2? J09O:P3X.PU1EB*XCjU:2Y[@% \!M$M,0;2'U2:*K%,0RD#VDN1!IXI#N-(>XSB9JC+6UZ5&W4(F15 3#RT!D0*ZK$+ +#2=0U54)O6IKC/,F(2IALY:Y@XF47A;$:.$]L)VJQDAUM3W6>,8H[D$%-((,7&",('BG%6!>(DT:FX=V6 6JY M5-S\\3O'H#8 B?,BOP!)GJE$$$=50064UP(EAJ,6:U0BY2F1)8)9H?& M+F#G 8!@T#566.K_9%(H?2(!)(R2__C#ZHW_O?JY(RFRDH2&H X(V@NFXFE MR_$+A1GWO(>5T/YMQ=<5C3]$@_6"4-K&S2M;N.:=5 <>"?9%=WBG2S9K4^3, M*+^"6IC[IT" 6[$[V@MY:.OF<\4>X8J47\L2XQVMWVAR8J\2]F2X412#&IE M@U6T,XH%]"5&0,XJ*]YW++@[WML]VV/Y2NJ4%;P1.LP_$4U*^HOGK.+!0946"V MI5@V1?"4NH@W+4 ,\A7K50D! 5>XIQU1 A*C.P2G8_1MJ)LT02)D>2F!:,] M=BL^F)QPZ\2G3Q>H8,2[G,A=B5P7F]"3.[G0.15N$K00+1#\0ZT:)[(++KEW M!&U2"=-WL1DF3R[+[SBU!UNC9V9D[X-]1 Z-7AK-(^/AD,QF<>'^)G.XX/- MSTVNT)\BIT)O%E/F*9F&4,L1,0FBY;]GM(NSGD=__'\U>TPY#RVQ6=[9[U>FI^+ G MGNV!N@TYE3O#1,PUW7M>IC$5!>V=2.X,,+F!DH2Y,MG5$^2O@883HSKI,5UNN M08[X!B D? (2)! VWA4#R3=0>P(0H9O0dBC<"=)M$M,Q?U2:*HY%@2 HCST_D M}^V+9S-S>,>U7ZI[XT;T(+)0FM(S@.SJ8]FBHXT+N\DL]1GNO M.L(-T!D8$%524N$G@(DJ(Y%*Y]P\%WVX.+"Y910P! ((;N S27N@C-75;4 MED%6B,C"-(3]JE'M<+RLP6]LVD#\@L83;3O;H6:# 4YIFY(6/<%.PCZG]1JS MA51Y=$?M1WT-.0P3D,C(M%]*2Q{&B0X^M]CA/L:CC>^]?M]L_"0+,.$*TYG> M$_/AC^W+IH(V+? U.)5EIU5 ^&CZG M_?KC'=7>5Q%4&JIO.G-L*9P,1]T^GJ9Y!N&JB8AW./1K!#;G0PF&;PW2N<8< MTT1-1 ;<6!\/ZKJY*]:JBJ:F]l,/-M\R! JG%!]-G:MO79T/QF19!,O>@7Y6 M1'2AE'OC$PV P? NN?/&T1SY79Q?;7<=]H^\VRPG[GHA,<,/"00&#!8$1Q4= MV000;/M!,EUI!MJ-HN#!AC^BM@/$?>OP1?G1.DAL1*7^->5S V#DSC0@0!- MR3X2PN*R>LNGYL#*>*]2:'-/ M6V-B[4.ZZ81,)-N05W/Z4:\=V6DD?R.& ^//19&5TCG(-7Q+1CY_=ZD72(P7@ M8.]-D:MF!F(.YT^:*FW'Y=!!>)A^J]M01]<^0 -1GGVR-_%QW;_&,IKPI*HIK MYUR+E05&5#B ,W-@!UHZBB>C63P]G($UQC%|))3DZC&>']+U@&LVIN)H=!1/ MZ>/!83PZFE.;BYZ&]=>J E0XS#CA-L?S1%H8Z"VC>(,4S*09# M_C?L[]0ORM<1,#YSE:HFEP\%LNA-&X_,&FX]_DBX8"'R9*8D9DP3P? FDP]38WM>$ W MV?ST;U!+ P04 * !20Y9)__K"X. "S*& @ 0 'AL+W=03EI5?OZ^JFM<51?X[*YT[_W&F&I] MRK/"/S_95-TVN1+GVQ,KOVHW)H"3U:ERW6%2{>]%MG=_13\NQB.AY?7N3. M%B;BFYS_;E9_R;I#EZ7VOLR^\VF MU>,YR=6)2LU*UUGUMKS[FPGZ+&B]I,P_U4V.G8^.U%)[:LR#Y,A06X+ ^.|__M!3OT)ER-CTR8A@E3EELV8BE_T)5^\5W4+O5+U? 9G#UUZ3N9Y=5%B=QEPD8:5,66EZ9*5+],HLJHU7/Q.I M28?S+R!5*]JT$>UV^N"""/]7%2,W&L9].I _'UINUJLYXO<4Q53?.F7 1]8V^ M![(]=>.<+!M.&?__[9NDK!YC\YY#RLO,L\ H4.M_YK4[,\Q/$AC)PNHSEY\>U7 MD\OQTP2$Q):9!D_%G)TM.%-F5C(KI22'6GO=)I MN:TP87FOJHU1MZ5vJ<$* M:Y=LVBDCVD]U^WE3>9Y6U/G2N*A<*4\,Q=25*FM'4N=8110)NJ4*M*6L][4N M$D/3G:D!3Q?3AEI]@)25<=DJ1,;UL:I*=3UZLO@F_/VYB(''B'$M0L5*5RS$ M35'4.E,,*5%!O48(VF(=RW,@"E' >K\UOM)D)E9&Y'L%<0KBHYXQ@WE$\4, + M]*UOLPS"0.&U*DDM[(K-H8MI"S-SU;J,_65E%G*[B)S-3\&T\G'50(1,JX M__KJ^GDR5//3[\$.M-8ICP>.M.%3&FA$Z3A_7KV=(U#S&IE."LHS:,Y..E* MLE=PJR3FX:._UO9H^X3N0"9.W,BF[[S82Q71=,4IG_S"'"U&"!'(8BLJ}>$Q)Q M .NAZBU^T@3SR,C$P?D?,'X$(R$(O8!J#:ZJ2!DBXO@"*L<P2G8_39Y5>1&7I0BE M\1&FH?@=#(_"AH5%,)TB=V2- *K{#.6LZ?GK#R_"%Y.F9:#D@!<*/K2ICU.;6 M6]59UNA>825?+W_'N@006A2@R5CIJN\5QH\M\!!$5+7/@B&A!SEIF5F_4-[_M8#7QW+K.6 3/,*590,86/M,IL],E J^"VH,EP7"=5(EQ%>J52*>_(\,2^7M" M &',$DAL,9PLQD'6M7F=*{U>0PX Z&!X]1S?0G_@[6H##LF!J:416*01AJF. M"4[MF=K6CJ*QM60?'RTR3BU&OOI&!'<.'C =AF&<92*M,LEX6.;MNU]Y:I9% MD"'>S<"NF8;_3FS.5U@ZD:*<0633LI,Y,8ML=L$D+WM(1ZOG0

[Z>J1T)9YIZT',XAY; M66-KVKUY [5+/J}+K<\K-5=HX1TNK^0299Y%2NLXIUU*K]FGREFYNXJBK@N09 M]_;MY0/(<;F+LR?(ES)3X!(-4"(*6L]%RM!ERH!E],>.[,H@,&^UQ M2'(-J MH<3V7<<>Q8ZNQ=0ZP1.4K*DS7PMRSZ'TI%=S,^#0>7K5'Q$#*>L!@6ZO]\T[L_MP/UC>O>9"IM76CBN>4%9G,5,$;79;CBFM&,& _^+*"#9]9'OXH*>PYY%>2P:9Q>1R4[_M]*MY,]"4}JBJUQ6 HMA:_KE/,ON@X-H9WV6%1S>2FXF22QP58X)3TZI->U5R M)$\!?8'!1/O#0RZN#41MRS3[XU8ALJ:*.1CJC2Z/(EDT[HPQI='YCU&W/%Y"# M^P?G,FX9:*?F_-T6W?LP 2*LY/GWXZM,BW"_VO;5)/(3CRH=/M9Z5'3/(P* M5$:.,@#1YAQT 'd:'(*YE:,2XBK0[G:N.W3$>,>8S;FE@<Q]DE5C!DWP'K^'#'!MJ:LI]V!<@,Q2NLS22N;#L>\]N%ZHXV[02'=/-Z D!'&7%\3NJ_=)>Ñ\OEO<.MB]TM\7."B*!T+8'UF<;9J M7MA!=_4\^Q=02P,$% @*7T.6:0>7LML"P K1X !D !X;"]W;W)K M&ULC5EM<]LV$0[.7X%1,YUD1J%%V:?)KXAG;<:.] M2ZYNU% [GYN8^0"0DX4H2*D!:\?WZ>W8!4I1-,?F0&"*!?=]G=\%W6V/_=&NE M*O&UR$OW?K2NJLWET9%+UZJ0+C8,5>+-TMA"5OAI5T=N8Y7,^%"1'TTGD].C M0NIR=/V.GSW8ZW>FKG)=J@CF^3R-N$#O..?6FU=9RU(E84Q?]*\55D1"XL^CNE-Y3!0@QU3^IZ*CE20>[ZX,Z1U8>RBRD4W73$$ZY73)5Y9?%6XUQU?2N= M=L(LQ8-53I659%N]? C"Y3K5R;]X=5>!"">X_20/'64YP>H'@J/ANR6CMQ7V8] MVS] !.E:$;>-B+?308)_]\M8'$_&8CJ9G@S0.VY5/F9ZLP/T;M+4U&6ERY5H MU!3_OEFXRB)$_M.GL*=WW$^/\N;2,62]WH\V9$3[]$;7/_Z0G$ZN!J0]:.4] M&:)^_6!UF>I-KMA++Z9TD#EC_6).DBL7]0=A^@Y!_';6D6I@2-+IS*1MN_P M8ZE+B7,R%PY1HY"IE1.@E->9@$M5: (>'8SBVP,.XSQ4.63T*6F=M2Y[=2>7K#5DCLP#&X=U:.XQG@N$)P4&XN%^2!Q67HN++<7)!. ^M%?']KDX MFPW9Z*UT<6@C?[!5Q\)0@^O 4M/2389)-9ODT W:NF*WEZP1J3>"NG/M11P M? C._$^?), Q36(U4WOKY]4MJ* ANEHC*A=&",^!CP7YV.R,=MTV(@,@W.1U M*<7-)W&7FSI+44 _?;K,;YMW 8P:Y3%E2C/N/%&$!AI,8(QN*Q6OFZ/TJ#T8 M*1YX,M ^82M1 4Z!.,*#"L\[- "AC5Z=VF\.#'DLGN7F#R#:Q*<^F<[T/#)O# M) ZAU3Y=GD&D+JD,!0X*?3,LO"#8[KHK _^+>6F.[C3Y(Z$!Q;.E":>KBCS7F0!A>H9$Z'G3W9=(M)F __WG:0;%U%ESO?@A:=49/%/]"2Y/G9LL- /K%WH3+AI6&S=SU&5]#F)>4\ MS71>T\9[-4N<=^(!/.<\!35I<_\P,!=29#"AXQH!@B*/P8X&7M^C#:H0087I MF#DV,.'}2!QL6H=GZ5%#[?3MHNVQ_[D7&VJ0#$\OXQR_ ;B]:SBDO!(KUUP-M P\(B*-TA*901[E!U5LBO1&/>%)6%N8BH=LKCS!58JB@4#3VZC#=M"[JG(&. M9PE$/6(IFV@,W26<$[F!HC>?^T0#1-!&+K).L#,*N?.78,&@C,R"VDB7FMU MB3:X1!PT]R;AAM8&[YO,3;F41/- M/5PS9&59UG3S8"FQ?PUP-T;O M57F2;8 -+#PE1)Y@\ QYH.1 ,HFU-C8:0!D6]*AE<2QX636T%\O*[D"_F+-UF:.M_.GYQV*:T2"29@Q>L=&LR##XJDS45'V/^8I*^\A M204 BMI;%"XMN[O-W)F=K)1PC]K4CKOL4%,XG771F2VUZ,^N\$!,MP_J&B*<.MEC4F%170S(WI?@V6PZ#H\?VDNO UG]HT?}3_GZF*7'+$#&/FB=P.B$E^^/4, MNX)["VRI"B8=[4A+C$U!].$;2,!'<00/ Y,{6@>QT <$2'=SB#& M8T)3:'X]A+T-UD9#6#MN!_0ESW:L)P[WB}'U;M4ZC@?X3NWR]K\4\W2MLAH5 M$S;T!7175QDH,ELF'W9,(BC&>=P=)X*S2NGO^Z]B%XG;R(,/U\:&Z%!_1(T M:2YIO{4C>B%-1- 6&R\SN$O&5>'T>GYR(.[2ZB&=AE<3))*S.X]1Y>!&?A>4T M/L5[$M.C8^3O.]J&:.=>YM1=0L&^X8SEX&]-WEPDX>G$-3 >_ #%0+E=(U9'L _M&3V_1XX1(LIWRM,6ZGN_>;6E@Z/(& (O!E:ZXDNDSWGLBH..&WS[W4X[MB4^"@'V;QG6GCM%8E32=QDH3E29R$IXA)9UCU]:M'G2^(-.16_)V44!=ETW],.M;)^VWV)O-!?(W7;_(1^3"5)4I=+66 M$J67-N J7:8UXA!^X7Z^O}02P,$% @_*7T.66+TK?_%.P.B@@ !D-M !X,"]W;W)K&ULE59M;^,V#/[N7'XAD,+M'Z+-MD[XE-9)>AVW ,5ESVSX,^Z#@=*Q5EGR2DO3^_2C9R;58FMV^))1(/B+Y4)3' M.Z6? 3(UHX,D1TDS"VMKV-HY-46/#3*1.E*2IE&Z81.5>QZ,5R$KOU(@X2Y)1 MW# NP^G8[RWT=*PV5G")"PUFTS1,?YFC4+M)F(,[C4>^KJW,B*?CEJUQB?:W M=]%!%1}02MZ@-%Q)T%A- PEEZ.\'=O3?XG>,/.O)#!9,)2ZLDM?BPG9>("0H&% M=0B,_K9XCT(X)CC0C_(+LVPZUFH'VED3FA-]M#,@N/2D,*TFC+2 .QTS@PWH"I8.#0#-U M.OO$5@+_^3BV=(.SC(L>;] [A96_@C>"CDK8V\"!++%_[QQ3;(X)#PP,_.W\",%87:2.OE&A9*(*C@3]G*V,U-HOA]V[=)3Z5UU]&>-L=?4R6\(&+C<42'A;+8UF.PSN:^97"\IT?PKV@"23_<*$.T4<5,S33"=W!V M'>4YG#OI)AKV4AJE22]=1>E^\R:ZZL4L&I'>A4ES@5,6A,A52>4V-.T,U&Q+ MU""2+Y1_TY"B]*B^-$_=L/7T4+!$+<+2JN()EJW@UI70J>Y50\7H-8SH .TH M MRI(H37LQC])^-X^2(9P? &SKQB ->A0,WVKZ /!PB[!^>PS>WAH9JW!M6\>Z4-_M,KWF=!T$5N2:1%&LUA551;],!Q26?HN+<7)!. ^M%?']KDX MFPW9Z*UT<6@C?[!5Q\)0@^O 4M/2389)-9ODT W:NF*WEZP1J3>"NG/M11P M

*RN%4'*F3.$%^DQCB*MX5SE=>NX_>G[N-Q)^R^@):GL? MD,_YG1I_)O\!]_?#PV;X%&^1-S3H=D,P[7(;VH:NNV\;EHS+CT;X$&82_;Y4 M"]"%A%3PTL0<75()BE8AC"76RY?"!(@>N,N Z\DY;,_?6N"6+O&%U4=CHR"O#{)9A M=AO#-%<3TQC=0I1Q(K?H;,,$!5#96!V<*Z0SX'?I;WK<>5,35T%G24BK;*$MMJ]4.^_D MUMMRV OX\KVIDUB_5]Y&@H/ELL16E5Y>3S%?$"I0 G,%]4[ZZD+SO&+-M.Y*M3 TW8U)5A*:Y5%4^<+-U S<^9RJ1%1QLH_S<(_@%02P,$% @_*7T: M65OE]T#*Y P RA, !D !X,"]W;W)K&ULQ9AM M,]LV$,>_"]$50P(LT9.?DMD&T@A%._0AJ-OM1,$7M'2VB4J2I6)QLD^_HZ0J MDJVH5]%B;RQ1TOV/ /EX|"*%_*$V@%H\|#$7"VLG=,IM6VK<<)59?[L3B[G(M,QXW GBTBVL0<]RD2V[$H6#@EPQ00G$C8+Z\.]#MR1,6 QD8Ô%+'*?\F^_ .Q2)@I M+9+2&'N0,%YW%.7A#&R;>=R!3ED9K;&KMB!.VP=/NR<.L]X_-/ MC%\2W_F->{XW:C& _/<'<>]X\Z#8/($3O;F[N \UMY%=!]"J{7]XW2D8/@RZF M:R&IB6%R(R7E6\#)H0G2:,0_Z!U(HG>4DZ,1E[>H2=YH2-3?;3B+#OCM'3#) MX5]E-(2%A,-?@;P'_ GK+ ^[$^,T-[!!BP4!B#*?!^!=[O4E^^!.6N22H91FI* MXQQW2%.F:^)!R,)#+!IAQ M!6; <'4R".R\P?I(<2)U0&9Q":U0;SY7CS0Z"IM.AWZ#Y 3'2@65289E\!PLF M*S.Q\NG!Z4=RLY50!+,O{R!9@VS-6)VJ?- G2+%@<(+,+8,)0 8LLD-DUBVR0V M3F+K)#9/POI4' $WVSY/F[=]IM7M9/7T(OYDL?INW%2?5@?'^@/+PPXL\ W8 M_&"=!W9T=2>]6:AFHYJ#-BZ]>.CFHU! .B&J1.@6HUJ".BFJ9.B6H]H0U8H7,?!MNAO/3-_/6 MZ-A/"*//KT0UM=2P^]2-V1V"")+9+8)(EMDM@H*6"Y\'#DSG??RH]]5#9,8LLD M+$WU.7VS?[*7O(#Q^27TF^KSY.%V]6O332_HXD54&Z"\B6H6]MFHVJ".BVH> MJOFH%KQHM3<^Z%WNO3(5HH\;H5]..@FJI.B6H5;..D-4*\U!MA&IC5"M132V-M[#ZMLQL968XMDM@DB6V2V"B)K9+8+"E@.39?8OLE-F!B"R8L8?6I?K.?L=>\ MH\"WU7?C?C*].3C6HJL846V .B;J6:AFHYJ#-BZ]>.CFHUKPHK6/]>AF1E2+ M42U!M135,E3+46V(:@6JC5!MC&HE]JDEDMW'>G;E(\NQ11*;)+%-$ALEL542 MFR4%+,?F2VR_Q 9,,,&$).P^UF_61/:.]T3^?(\8XW-5'1SGT460J#9 -1/5 M+%2S4_ME[LOH'WE X0!\U1+4(U6)42U M1;4,U7)4&Z):@6JC M__'']3 4#'ZJ"6[]I226D5A,8@F)I226D5A.8D,2*ZJV7c82G[OW9 V MVO^T_L75^[W/&~]_7N^D?[KW>>6!ASV_//!+=_K_@(M#OVSW8?_SSDX.?:[@ MP!,\? 7^V_XG6@6=X>4BT#XA7ASX1_9X[})NJT.^J0K^M"OV^*O0;J]#OK$*_ MM0KJWBKJFVMMJGW_PQW\L2JQ9"6N%M?5 M,#'7Y4OWYY'\=FJ;,T:[C^H-4_U$-0O5,%1S4,U%-0_5? %0+4"U$M0C58E1+ M4"U%M0S5$ MA:<^K?3V:CFHUJ .B&J1.@6HUJ".BFJ9.B6HJH0U8H7,?MNAO/3-_/6 MZ-A/"*//KT0UM=2P^]2-V1V"")+9+8)(EMDM@H*6"Y\'#DSG??RH]]5#9,8LLD M+$WU.7VS?[*7O(#Q^27TF^KSY.%V]6O332_HXD54&Z"\B6H6]MFHVJ".BVH> MJOFH%KQHM3<^Z%WNO3(5HH\;H5]..@FJI.B6H5;..D-4*\U!MA&IC5"M132V-M[#ZMLQL968XMDM@DB6V2V"B)K9+8+"E@.39?8OLE-F!B"R8L8?6I?K.?L=>\ MH\"WU7?C?C*].3C6HJL846V .B;J6:AFHYJ#-BZ]>.CFHUKPHK6/]>AF1E2+ M42U!M135,E3+46V(:@6JC5!MC&HE]JDEDMW'>G;E(\NQ11*;)+%-$ALEL542 MFR4%+,?F2VR_Q 9,,,&$).P^UF_61/:.]T3^?(\8XW-5'1SGT460J#9 -1/5 M+%2S4_ME[LOH'WE X0!\U1+4(U6)42U M1;4,U7)4&Z):@6JC M__'']3 4#'ZJ"6[]I226D5A,8@F)I226D5A.8D,2*ZJV7c82G[OW9 V MVO^T_L75^[W/&~]_7N^D?[KW>>6!ASV_//!+=_K_@(M#OVSW8?_SSDX.?:[@ MP!,\? 7^V_XG6@6=X>4BT#XA7ASX1_9X[})NJT.

*;;*A!!TISH#072O.@`!]*'Z"T$$]+H+0815/T.6AM M/`.]C>>]8R_R+I*1,8>*#$!S&MKFTZBMD=VQ/8(++=>#TGPH+8#20B@M@M)B M%$T54.NV&>B?V_(IR90,DOQ_P$\-U%?@8.E!S390F@NE>5":#Z4%4%H(1450-M6HRBJ?)LS3:#%W_$RP#]TX'2'"C-A=(*.V"T@(H+832(B@M1M%4?;9NGH'> M*/ASB5ZP,'RLI_DBMT[:4&+=.;$T#TKSH,0 2@NAM A*BU$T53FM_V/PS#@ M]MRY1(\Y6#]0WP>4YD)I'I3F0VD!E!9".1&4%J-HJLA.W\?@Q7T? ZCO TIS MH#072O.@`!]*'Z"T$$]+H+0815/UV?H^!GK?1Y@E54)3#ENM#:0&4%D)I$906HVBJCEJ;R$!O M$]C[.P"H001*L$'?PX[=Y7JU>B (>\N)/ M6;V+_P-02P,$% @ *7T.63ERF[NW"P G'4 !D !X;*]W;W)K&ULM9U=78X>ZGK]X2R\FC_P55]]+]8\%[^Y*\56HN7Y?UYM2YYNF@[K9;G MEFEZYZLTRT=7%^U[7\]KBV)3+[.7WCWQ9/%Z.V.CYC;_9_4/= MO'%^=;%.[_D-KW]??RG%J`_]99&M>%YE16Z4 .YR]"O[,'LID/;XM\9?ZP_M?C:.CW);%'\V+Y+%Y7;?].GW4 <=&!.3P=KU\&2.[@']>Q=!_M4!6?7P3FU M@[OKX)[.P=MU\$[MX.\Z^*=V""8=@E-':,SK,#Y5@9G/>\YL';3=Y:U?)FF= M7EV4Q(.1-NT%K_FA-5W;7]@DRYOY<5.7XK>9Z%=?W8@)M]@LN5'<&3?\7CB_M-K[R=5'667YO)EV!C9,/IOP.LV6U1OCG?[S<0X^^6 \8N1Y<9O#\6F2O %`M=7%>BRUJN.?SG?KU5MWJ4,>-ST5>/U1&F" X@NB?Z/M[FO[G8B3VPV$]#\=' M2PN,^.U[PPK>&I9I.=3GT7>?,;?+WAFWV=[_HNW].2]&=]78/]=TG?+[O;A/= M(WWW&[[>;SS5/3[]LU/=IZ=-_=JI[\G,C/WOQOA_YR-Y/*[OEN3VJK_P;SS?< MN"N+E1$^U;S,TZ5QW2VL655^ MNW)=S[TX_W9H?Z1BB(1%2%BLCH7EN,'Q6$R1BHFJR!@+S&/)&;&//++/,1T<^ M=/<^=+4^C'G.2^'$QH'10BRRLJHNTV;5;O G<1E2T=[30H=Z,PMS#C^7'5B2-M]Y"*(1(6(6&Q.A8.LSW)>TC%1%4,]CJ/\]"O'G8#4SHV M7_OJAHN#L]1JHMW.H>9"PB(D+"8&PS)=1W(74C(A)_O+!_&B%,,#7KL%>%SM M%?S87F?W.9:_.:5Q6I=O[*?79DUC(157%:_(4JH4,/;0%Q(@SR7Q(P1)BY"P M6!T*1UZ[(?62$X9^1K2Q3=IUX[WKQC\X>\[%Q,11IT_&V:U8Q-ÜE]9OM!;>X MD!""N$US!ZM8\{(]KI$.U H,=>!8^9B>10N(XO61 IF*B" MC(TEQ1G1R!S;M F9V=U ,4V_">OC:4X %+^TG<=.4_(2+5QO*@150SSV320BDFM\URY9U.T7S'EBYU$HK&F!=(TVE&MO,.MVQWOU(.[XDR{4\\^\.IZ8S3[!]BQKCS-OVIULI'5=9K>,.KT5Y[BZ,/(B?]<< M,LIBN6R.`JEN24^Z0:LYV V,^.R^%ND X_BR9MBNS"\V=SN H,*^.,S7]WRDLS,],3! M#D32)E!.'*5%4%H,14VAM 1*FZ%HQS.D2SR8^YKI-(F'U#:!$H+H;0(2HNA MM"F4ED!I,Q3M>+9T(0W3IS0_"*IW.34Y4:#A#5.C@,$G+R8G4,T02HN@M)@8 M#\OTY#N=4,V$TA3_.?+*1FWF,K?G?B?K4ARFCW$)1-ZA<&65.,$HF@"JAE" M:1&4%A/C011.0#430I,JG:!V56_M!.N2'Z/,?EY8/.&K:AFB[X?]#8$!K_M0&D1E!83X^&)XXJL0V@(1&@RAP5RQ$TULZW>FV%=%L1^:.MUFE6ML?%(O)A M\JB'#;,?"V@&N7B%QD-06@2EQ8S(8CSEG@0T{J(D;>4HJ38ZO%=R7%/>1426 M/B(ZI.MB%:MJAE =!%4,H+8+28F(TWBDU0E#)Y(0=,*/:J!4)65T<9>GC M]'_5#[Q\/O.^-7).9O-ZR&"W$WZR^>L+C*Q))"JJY3/Z34'.Y5ZT$(MGX.*AE!:!*7%Q("HY7-0R83:!T3Y M'-&LMWS.ZL(42Q^F_'SYG%Y@L"&)^_A$]1Q4-(32(B@M)@:.$]IZ#BB,47B"*MYZAMTQ3/65V>8NGSE.MTG34A7WN]LLCJ34D"'K,8.\1CXPXLO&@\0F4%D%I M,3$:EFDKOH/&)Y2F\@PJU2@8]V1X5!>=6/KL9'#!IXWV'S$/>QJ5R@0+,1 M*\"/"TF)B,*PQ4ZZ7H>$(H>D'MES60+1RQU;/'1J[BT=L?3QR77Y?U\5\4Y8\ MGW\W/F=YLQ1\+E+3U6WJP4. "*5-H+002HN@M!A*FT)I"90V0]&.)TJ7ZJC, M._"O]5>%H+D.E#:!TD(H+8+28BAM"J4E4-H,13N>+5WN9.MSIY??,>K!@R>* MFFHX3B OKZ&.(90606DQ,1YCI3@)*ID0DN+.6JF1(YK9/NL)0.V#OP6G3Z M99MZA<&.5),/%LBE6A.H9@BE15!.3(V'-"M;$!I0$9JVKQ024ZT'YT@9GJ]@(] MV=!,#4J.0&DAE!9!:3&4-H72$BAMA]{=3XJ%9[,-7CP1*&2++G*,0+5 M#*&T"$J+B? %@S+7E90TTTJ,T3>9[\KJ&:..;8/;FSW65ZJJL_(*57&&Q)\XH$@ M930F4,T02HN@M)@8#]^5Z_ZAD@DAZ3A*H$>T8J;==^G7Q7FV/LZ,\%7CPJ^\ M6@LCMN:$1'Y0V@=)"*\"V"TF(H,0]E)5#.#$4[GBI="FF/7W7_M#@?6+O>+.]C,T$@32@NAM A*BZ&T*0260&DS%.UXGG21IF.]YAK)@>:.: M4-H$2@NAM A*BZ&T*0260&DS%.UXMG2Y]_/JN:M>8?"V=*.ON7&~6[05#_M$$]+H+28G4]-7EN\&02430M(V+?G!&&'_4]^.O#\X&L7Q>'WOOV:STKX.I/7 MS08?O+O_*M%?VR_0E-Z_9A^FC'@_81]FVR*[?#;[RW]G);W65X92WXGJ,SW MOCACE-NO MV^J{MU'^Z6/MT4MS@WMCP\\72"R:2!^2U<4]?.+1F#_A;Q7_P=0 M2P,$% @ *7T.6>]4""4E!0 =2H !D !X,"]W;W)K&ULQ9I=C^(V%(,_BI5*JU:.DL0!YJ. .:4.U59C6;4]F*U%QDP MD)TDIHX9=J3 ^ ^ +63D."L\0[TT.[,D'#.8_N+!E_#E?42K0ES3)\J&S M$F)\X[KY,$73*. ^P-U[?3:,XF MS..49GG,,L3I8NC<^C6)L6=U<#+F8IRBG$Y,\%<_%:4<.6A.%]$F M$0]L_"YY6"^HIWHPE>2$7;:M8ST&S32Y86B7+.&:1Q5OZ/OE2%V&%0",*KA)P M.Z%[{"&H$H*WCM"M$N0',%7)11+=\NU%X4CD8A& \ZVB*MH25,OBNH7V;)>M<.8NE$?!Y;NQS!.C1[J4.1?H+BLO.M6\'PD549SDZ$/$>.0.^1/Z&561 U?(M856R.ZN&&)=#X _#!&C*,K'49C-Z=R03^SY?4N^^Y=;KQGOUCS&5N!OFZR# M N\"80]W#?.9O#T],"WGWXT>GCRZ5HR@O@""@M<[P'N@+S3;T LTC3XSCB,% M)44OU!F]^\O>[^8"@X) M(Y"P$ BFM.9,MZ9KHX\^,.(GV0FVD(J\9EQ$3PE%>7D,YJ.>6"']@021DI8 MMX"ISZZ7$1ZX+_N%!AI.W2O+G3OC866\!*%,*EMKE,MQ=H*$FUDJV.0(4(&$ MA4 PK7V=TO(HFMZ@/2]ZM0!,2(5O8Y(Q+U* M. KI8-\L1CYN5HS_/SEZSW+Q5@&RS_/H:QR21D!U(11-[WACM_WS^&T?U'"* MT@@H+82BZ0UJ3+=O=]TGB!"H[P:ED8IFE39#2,>_/B!MC:?V[.8:4MH>V7H% MJ;AEC_,1W0*U[Z"T$(JF7P"_V??[YU$Z4"L.2B.@M!"*IC>HL>.^U5*>HG2@ M5AR41BJ:5>D,(9W+0TK7>&??,I(/JW1'/<59)WIT?R!!!)060M'TEC??(OC7 MY]$V4*,/2B.@M!"*IO_"UWA],+6J)VA,!6PYO,N6FS1&]5M^TA@4M,3(&-2]M,HL1;CPTMGOHLWS>?GNJ(-DG>^SU#DHCH+00BJ.WO>B0 .S."(&]?V@-.]* M"Z%H>H,.WX^MMO44O0!,3RM!6Y!,4=VV(!E1,4$R\O7W0)E6 ^.B3DD(G;(H;#S&11B8A:)B"V"!1_L#<3$5!{1]V0OS.MK[QB3 M24PLDQ!;]4)AZHB)U=$79/5"9B})R;-62+35Z8(QFK8B-DI'P[V5B$DE)I,* M(1_O#$-;79QA57!{):"6:>A-@\;/#3R?(GF'D28O/L)=_-,0-7"!+MT"43ZGD-./2>> UB8@I*J!4$W_1*&R=_M6/2Y$?(4$!,S$()L85Z.O!0HV,6 M2H@M!.-<74(>%I4A)F:AA-A"L-';2/T9%48="2.@Y(@"NE[(IO?U*16[%5M1-MLAAZ,L4$E!(+"&)^XM*P!U[631>M]XV#DHQ .5'%-.9G?]%A-02BR@#]94 MW$]YU-.KI'X68F(!2AF0:AMFM34Q Z1$%-.,Z;AE2V$]=]NYZ@@H15?MCRB@-M/I!@#}J.?(!(CZN7-K83IYF3G$Q/23'5$_GT-R)C3Z M:WH&8F+ZR#?FR-!M8\?8']"S>+R?Z<@P_61' MS,+YX,TNW7.R2-\,UI8A)F:AC'J9IYN\WM4EQ.0LE!W10@__M"C$Q"XV1+,2[.\P(3/&++#1N++#1L3K8?+@JQDDH4,W\+Z\MS7N;WAH4_[9Z-_M) U;>%9U65[[LCOEYPC%RU[\E_\C^/ ?4$L#!!0 ("E]#EG'UW-/1P(M_4K- :>&PO7W)E,';O=V]R.V)O;VLN>&UL+G)E,'/ VDMNHT 4A>&M M6"P@N.ZKDE:<44\RC;(1Y)0?BFT0T$JR^[:-<@7U0#WH24:H0%S^_?!$@,>7 M+#Z=A5>W&L?M5U\.Z5X[<-<VY70^LFG[8S.>E_VV[IKU M>[,MM2R74?>W,ZJGQ]N9B]>OKOS/Q':SV:.+[W;]YUA.XS\&UQ]M_S[L2AFK MQ6O3;\NXJNK/PW7W4%\VZ>X\N5H\OZV]_ODM5?7<00)!,G^001#.'V009/,' M.03Y_$$!03%_4(:@/"_0/03=SQ_T $$AP>E)%.!'(GI#L1V)T0[T2@MZ#>0]"WH-Y"H+=,M'K8))!,46PCT%M1,"/06U%L(]!,46PCT%M1,"/06U%L(]!,46PCT5M1,"?16 MU%L)]%,46PGTULG+$@*]%?56 KT5]58"O17U5@*]%?56 KT5]58"O17U5@*] M#?4V KT-]38"O0WU-@*]#?4V KUM\K*,0&J#O8U ;T.]C4!O0[V-0&]#O8U M;T.]C4!O1[V=0&']"O9U ,Y]\K"30VU%O)]#;46\G MT-M1,R?0VU%O)] [4.\@T#M0[R#0.U#O(_[4.\@T#M0[R#0.U#O(_{)C^, M$.@=]'<0Z!VH=Q#H':AW$.B=4>],H'=&O3.!WAGUS@1Z9]0[$^B=4>_\DWH/ MX]>A# >>[S5>_R>1'L_GENOE+\OOG9.[)X)S?5LQ)/T%4$L#!!0 ("E] M#ED?Z85O"0(_@J 3 6T-O;G1E;G1?5'EP97=+GAM,;W:S4[C,!0% MX%>ILD6-Z]\PB+(!M@.+>0Y4BK/"8$ 6&>ÀM+YVG(*RL7>IORU![FWM9;NR8F%@O@*M:C^*F]?$B,RC8NPGCRL]A1"V]#LT8,TT_9Y%SMT++*:G MCF)YNL0[/,K5[JV1C*?G/A>BD-K3K_B6F$N?_7XT3KNAYI/9^7K_N+"=YA'9 M#@C_CO^>\5O]+_ 8A0/J0('THD#XT2!\&I(*I(]+D#*Y^@/3!%RB-H(C*44CE M**0R%%0YBJH894$L! A0#% @ *7T.60=!36*! L0 M ! (! &1O8U!R,W!S+V%P<"YX,6Q02P$"% ,4 M"]?0Y9..!)B^\ K @ $0 @ &O 9&JC4')O<', O M8V]R92YX,6Q02P$"% ,4 "]?0Y9F5R<(Q & "<)P $P M @ ' 0 >&PO=&AE;64O=&AE;64Q=&AE;64Q=&AE;64O=&AE;64Q 0 ("E]#EEV MO?X?,@8 8C 8 " @0X(!X;,"W)W)K&PO=V]R.W-H965T&UL4$L! A0#% @ M*7T.62D>Z>P,! PA !@ ("!X!8 'AL+W=O&PO=V]R M.W-H965T&UL4$L! A0#% @ *7T.61^M E[^& F24! M !@ (^!)R8 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *7T.69ZA,AE<$?RD !@ (^! MOU$ 'AL+W=O&UL4$L! A0#% @ *7T.63[,+SC] @ O 8 !D M ("!LFX 'AL+W=O&PO=V]R.W-H M965T&UL4$L! M A0#% @ *7T.65.> 4]B! 1@H !D ("!58, 'AL M+W=O&PO=V]R.W-H965T&UL4$L! A0#% @ *7T. M61&PO=V]R:W-H965T$F0D $(7 9 " @*^ !X,"]W;W)K M&UL4$L! A0#% @ *7T.620/S:PN#@ LRH M !D ("!LT! 'AL+W=O&PO=V]R.W-H965T&UL4$L! A0#% @ *7T.63<#]#6]#HB$!D M ("!/^@ 'AL+W=O&PO=V]R.W-H965T M3P8 (8. 9 M " @6 \ !X,"]W;W)K&UL4$L! A0# M% @ *7T.6.0> 7LML^P K1X !D ("!]0(! 'AL+W=O M&PO=V]R.W-H965T&UL4$L! A0#% @ *7T.67] M 1&PO=V]R.W-H965T&UL4$L! A0#% @ *7T.65+%09A9!0 /PP !D M ("!%R0! 'AL+W=O&PO M=V]R.W-H965T&UL4$L! A0#% @ *7T.64A_B""! .@T !D ("! MGC(! 'AL+W=O&PO=V]R.W-H965T 9 M " @=(0!X,"]W;W)K&UL4$L! A0#% @ *7T.67>*$I&E! K1< !D ("!!T(! 'AL+W=O&PO=V]R.W-H965T&UL4$L! A0#% @ *7T.62 #2F'! M @ % D !D ("!U4\! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *7T.6340]HH1"0 _3\ !D M ("!/6$! 'AL+W=O&PO=V]R M.W-H965T&UL M4$L! A0#% @ *7T.68ZL!?=_ @ XP8 !D ("!CW$! M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M*7T.6;,*Y 6-! KQ@ !D ("!RWP! 'AL+W=O&UL4$L! A0#% @ *7T.60G_UCW=_@ M4 D !D ("!,HH! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *7T.66;_3M), P 0Q !D M ("!BY0! 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ *7T.6=*&PO=V]R:W-H965TN?Q, / , 0 9 " M@4L_@!X;"]W;W)K&UL4$L! A0#% @ *7T. M63L%=RP+ P 8PH !D ("! 2$" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *7T.67H8X5!."P !6@ M !D ("!EBL" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ *7T.67*U\FY&!P W3, !D M ("!@%8" 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ *7T.67O"9SCQ#@ @]D !D ("!36\" 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ *7T.675) M>RK&!0 3"$!D ("!OX\" 'AL+W=O&PO&PO7W)E,';O=V]R:VJO,VLN>&UL+G)E,'-02P$"% ,4 " I M?0Y9'VV%,PD" #8*@ $P @ ''H@(6T-O;G1E;G1?5'EP =97-=+GAM,%!+!08 4@!2 '46 !I0(! end XML 96 Show.js IDEA. XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show={};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0);e.removeAttribute('id');a.parentNode.appendChild(e)}} if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p_;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'}e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}} } XML 97 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a{ display: block; font-weight: bold; } .report table.authRefData p{ margin-top: 0px; } .report table.authRefData .hide{ background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover{ background-color: #2F4497; } .report table.authRefData .body{ height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited{ color: black; text-decoration: none; } /* table */ .report{ background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr{ border: 1px solid #acf; } /* Top labels */ .report th{ background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void{ background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl{ text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a{ cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a{ width: 200px; } .report td.pl a:hover{ background-color: #ffc; } /* Header rows... */ .report tr.rh{ background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc{ background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu{ background-color: #def; } .report .reu td{ border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou{ background-color: white; } .report .rou td{ border-bottom: 1px solid black; } .report .ru table td, .report .ru table td{ border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn{ white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump{ text-align: right; white-space: nowrap; } .report .nump{ padding-left: 2em; } .report .num{ padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text{ text-align: left; white-space: normal; } .report .text .big{ margin-bottom: 1em; width: 17em; } .report .text .more{ display: none; } .report .text .note{ font-style: italic; font-weight: bold; } .report .text .small{ width: 10em, } .report sup{ font-style: italic, } .report .outerFootnotes{ font-size: 1em, } XML 99 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.2.u1 html4954411true1510false6 falsefalseR1.htm00000001 - Document - CoverSheethttp://solunacomputing.com/role/CoverCoverCover1 falsefalseR2.htm00000002 - Statement - Condensed Consolidated Balance Sheets (Unaudited)Sheethttp://solunacomputing.com/role/BalanceSheetsCondensed Consolidated Balance Sheets (Unaudited)Statements2 falsefalseR3.htm00000003 - Statement - Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical)Sheethttp://solunacomputing.com/role/BalanceSheetsParentheticalCondensed Consolidated Balance Sheets (Unaudited) (Parenthetical)Statements3 falsefalseR4.htm00000004 - Statement - Condensed Consolidated Statements of Operations (Unaudited)Sheethttp://solunacomputing.com/role/StatementsOfOperationsCondensed Consolidated Statements of Operations (Unaudited)Statements4 falsefalseR5.htm00000005 - Statement - Condensed Consolidated Statements of Operations (Unaudited) (Parenthetical)Sheethttp://solunacomputing.com/role/StatementsOfOperationsParentheticalCondensed Consolidated Statements of Operations (Unaudited) (Parenthetical)Statements5 falsefalseR6.htm00000006 - Statement - Condensed Consolidated Statements of Changes in Equity (Unaudited)Sheethttp://solunacomputing.com/role/StatementsOfChangesInEquityCondensed Consolidated Statements of Changes in Equity (Unaudited)Statements6 falsefalseR7.htm00000007 - Statement - Condensed Consolidated Statements of Changes in Equity (Unaudited) (Parenthetical)Sheethttp://solunacomputing.com/role/StatementsOfChangesInEquityParentheticalCondensed Consolidated Statements of Changes in Equity (Unaudited) (Parenthetical)Statements7 falsefalseR8.htm00000008 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited)Sheethttp://solunacomputing.com/role/StatementsOfCashFlowsCondensed Consolidated Statements of Cash Flows (Unaudited)Statements8 falsefalseR9.htm00000009 - Disclosure - Nature of OperationsSheethttp://solunacomputing.com/role/NatureOfOperationsNature of OperationsNotes9 falsefalseR10.htm00000010 - Disclosure - Basis of PresentationSheethttp://solunacomputing.com/role/BasisOfPresentationBasis of PresentationNotes10 falsefalseR11.htm00000011 - Disclosure - Accounts Receivable, netSheethttp://solunacomputing.com/role/AccountsReceivableNetAccounts Receivable, netNotes11 falsefalseR12.htm00000012 - Disclosure - Property, Plant and EquipmentSheethttp://solunacomputing.com/role/PropertyPlantAndEquipmentProperty, Plant and EquipmentNotes12 falsefalseR13.htm00000013 - Disclosure - Asset AcquisitionSheethttp://solunacomputing.com/role/AssetAcquisitionAsset AcquisitionNotes13 falsefalseR14.htm00000014 - Disclosure - Intangible AssetsSheethttp://solunacomputing.com/role/IntangibleAssetsIntangible AssetsNotes14 falsefalseR15.htm00000015 - Disclosure - Income TaxesSheethttp://solunacomputing.com/role/IncomeTaxesIncome TaxesNotes15 falsefalseR16.htm00000016 - Disclosure - DebtSheethttp://solunacomputing.com/role/DebtDebtNotes16 falsefalseR17.htm00000017 - Disclosure - Stockholders??? 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Disclosure - Related Party TransactionsSheethttp://solunacomputing.com/role/RelatedPartyTransactionsRelated Party TransactionsNotes19 falsefalseR20.htm00000020 - Disclosure - Stock Based CompensationSheethttp://solunacomputing.com/role/StockBasedCompensationStock Based CompensationNotes20 falsefalseR21.htm00000021 - Disclosure - Effect of Recent Accounting UpdatesSheethttp://solunacomputing.com/role/EffectOfRecentAccountingUpdatesEffect of Recent Accounting UpdatesNotes21 falsefalseR22.htm00000022 - Disclosure - PROJECT MARIESheethttp://solunacomputing.com/role/ProjectMariePROJECT MARIENotes22 falsefalseR23.htm00000023 - Disclosure - VARIABLE INTEREST ENTITYSheethttp://solunacomputing.com/role/VariableInterestEntityVARIABLE INTEREST ENTITYNotes23 falsefalseR24.htm00000024 - Disclosure - Segment InformationSheethttp://solunacomputing.com/role/SegmentInformationSegment InformationNotes24 falsefalseR25.htm00000025 - Disclosure - Subsequent EventsSheethttp://solunacomputing.com/role/SubsequentEventsSubsequent EventsNotes25 falsefalseR26.htm00000026 - Disclosure - Basis of Presentation (Policies)Sheethttp://solunacomputing.com/role/BasisOfPresentationPoliciesBasis of Presentation (Policies)Policiesshttp://solunacomputing.com/role/EffectOfRecentAccountingUpdates26 falsefalseR27.htm00000027 - Disclosure - Basis of Presentation (Tables)Sheethttp://solunacomputing.com/role/BasisOfPresentationTablesBasis of Presentation (Tables)Tableshttp://solunacomputing.com/role/BasisOfPresentation27 falsefalseR28.htm00000028 - Disclosure - Accounts Receivable, net (Tables)Sheethttp://solunacomputing.com/role/AccountsReceivableNetTablesAccounts Receivable, net (Tables)Tableshttp://solunacomputing.com/role/AccountsReceivableNet28 falsefalseR29.htm00000029 - Disclosure - Property, Plant and Equipment (Tables)Sheethttp://solunacomputing.com/role/PropertyPlantAndEquipmentTablesProperty, Plant and Equipment (Tables)Tableshttp://solunacomputing.com/role/PropertyPlantAndEquipment29 falsefalseR30.htm00000030 - Disclosure - Intangible Assets (Tables)Sheethttp://solunacomputing.com/role/IntangibleAssetsTablesIntangible Assets (Tables)Tableshttp://solunacomputing.com/role/IntangibleAssets30 falsefalseR31.htm00000031 - Disclosure - Debt (Tables)Sheethttp://solunacomputing.com/role/DebtTablesDebt (Tables)Tableshttp://solunacomputing.com/role/Debt31 falsefalseR32.htm00000032 - Disclosure - Stockholders??? Equity (Tables)Sheethttp://solunacomputing.com/role/StockholdersEquityTablesStockholders??? 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": [ "r85", "r867" ] }, "us-gaap_AccountsReceivableGrossCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableGrossCurrent", "crdr": "debit", "presentation": [ "http://solunacomputing.com/role/ScheduleOfAccountsReceivableDetails" ], "lang": { "en-us": { "role": { "label": "Accounts receivables, gross", "documentation": "Amount, before allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": [ "r217", "r307", "r820" ] }, "us-gaap_AccountsReceivableNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNet", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails" ], "lang": { "en-us": { "role": { "label": "Accounts receivable, documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business." } } }, "auth_ref": [ "r748", "r808", "r879", "r1091", "r1092" ] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/BalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://solunacomputing.com/role/BalanceSheets", "http://solunacomputing.com/role/ScheduleOfAccountsReceivableDetails" ], "lang": { "en-us": { "role": { "label": "Accounts receivable, net (allowance for expected credit losses $244 and $0 as of June 30, 2024 and December 31, 2023)", "verboseLabel": "Accounts receivables, net", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": [ "r973" ] }, "us-gaap_AccruedIncomeTaxesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedIncomeTaxesCurrent", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 5.0 } }, "presentation": [ "http://solunacomputing.com/role/BalanceSheets" ], "lang": { "en-us": { "role": { "label": "Income tax payable", "documentation": "Carrying amount as of the balance sheet date of the unpaid sum of the known and estimated amounts payable to satisfy all currently due domestic and foreign income tax obligations." } } }, "auth_ref": [ "r88", "r154" ] }, "SLNH_AccruedInterestAndPenalty": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "AccruedInterestAndPenalty", "crdr": "debit", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "[custom:AccruedInterestAndPenalty]", "documentation": "Accrued interest and penalty." } } }, "auth_ref": [] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 }, "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://solunacomputing.com/role/BalanceSheets", "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails" ], "lang": { "en-us": { "role": { "label": "Accrued liabilities", "verboseLabel": "Accrued expense", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": [ "r88" ] }, "us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/ScheduleOfPlantAndEquipmentDetails": { "parentTag": "us-gaap_PropertyPlantAndEquipmentNet", "weight": -1.0, "order": 2.0 } }, "presentation": [ "http://solunacomputing.com/role/ScheduleOfPlantAndEquipmentDetails" ], "lang": { "en-us": { "role": { "negatedLabel": "Less: Accumulated depreciation", "label": "Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment", "documentation": "Amount of accumulated depreciation, depletion and amortization for physical assets used in the normal conduct of business to produce goods and services." } } }, "auth_ref": [ "r41", "r207", "r670" ] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/BalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://solunacomputing.com/role/BalanceSheets" ], "lang": { "en-us": { "role": { "label": "Additional paid in capital", "documentation": "Amount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. 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As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": [ "r9" ] }, "us-gaap_AmortizationOfFinancingCostsAndDiscounts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfFinancingCostsAndDiscounts", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 10.0 } }, "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "label": "Amortization on deferred financing costs and discount on notes", "documentation": "Amount of amortization expense attributable to debt discount (premium) and debt issuance costs." } } }, "auth_ref": [ "r427", "r841", "r842", "r949", "r1068" ] }, "us-gaap_AmortizationOfIntangibleAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AmortizationOfIntangibleAssets", "crdr": "debit", "presentation": [ "http://solunacomputing.com/role/IncomeTaxesDetailsNarrative", "http://solunacomputing.com/role/IntangibleAssetsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Amortization expenses", "verboseLabel": "Amortization amount", "documentation": "The aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": [ "r9", "r365", "r372", "r836" ] }, "dei_AnnualInformationForm": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AnnualInformationForm", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Annual Information Form", "documentation": "Boolean flag with value true on a form if it is an annual report containing an annual information form." } } }, "auth_ref": [ "r902" ] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Potentially dilutive securities", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": [ "r275" ] }, "us-gaap_ArrangementsAndNonarrangementTransactionsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ArrangementsAndNonarrangementTransactionsMember", "presentation": [ "http://solunacomputing.com/role/AssetAcquisitionDetailsNarrative", "http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/ProjectMarieDetailsNarrative", "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfNavitasTermLoanDetails", "http://solunacomputing.com/role/ScheduleOfNavitasTermLoanDetailsParenthetical", "http://solunacomputing.com/role/ScheduleOfSecuredNoteFinancingDetails", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative", "http://solunacomputing.com/role/SubsequentEventsDetailsNarrative", "http://solunacomputing.com/role/VariableInterestEntityDetailsNarrative" ], "lang": { "en-us": { "role": { "documentation": "Collaborative arrangement and arrangement other than collaborative applicable to revenue-generating activity or operations." } } }, "auth_ref": [ "r535" ] }, "SLNH_AssembledWorkforceMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "AssembledWorkforceMember", "presentation": [ "http://solunacomputing.com/role/ScheduleOfIntangibleAssetsDetails" ], "lang": { "en-us": { "role": { "label": "Assembled Workforce [Member]", "documentation": "The element represents assembled workforce member." } } }, "auth_ref": [] }, "us-gaap_AssetAcquisitionTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetAcquisitionTextBlock", "presentation": [ "http://solunacomputing.com/role/AssetAcquisition" ], "lang": { "en-us": { "role": { "label": "Asset Acquisition", "documentation": "The entire disclosure for asset acquisition." } } }, "auth_ref": [ "r1048" ] }, "us-gaap_AssetImpairmentCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AssetImpairmentCharges", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/StatementsOfOperations": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 4.0 }, "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 6.0 } }, "presentation": [ "http://solunacomputing.com/role/PropertyPlantAndEquipmentDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfProjectMarieDetails", "http://solunacomputing.com/role/StatementsOfCashFlows", "http://solunacomputing.com/role/StatementsOfOperations" ], "lang": { "en-us": { "role": { "label": "Impairment on fixed assets", "verboseLabel": "Impairment charges", "documentation": "Amount of write-down of assets recognized in the income statement. Includes, but is not limited to, losses from tangible assets, intangible assets and goodwill." } } }, "auth_ref": [ "r9", "r39" ] }, "us-gaap_Assets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Assets", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/BalanceSheets": { "parentTag": null, "weight": null, "order": null, "root": true }, "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://solunacomputing.com/role/BalanceSheets", "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Total Assets", "label": "Assets [Default Label]", "documentation": "Amount of asset recognized for present right to economic benefit." } } }, "auth_ref": [ "r151", "r167", "r210", "r238", "r277", "r285", "r295", 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the name or other type of identification of the acquiree." } } }, "auth_ref": [ "r366", "r367", "r368", "r369", "r370", "r532", "r849", "r850" ] }, "us-gaap_BusinessAcquisitionAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessAcquisitionAxis", "presentation": [ "http://solunacomputing.com/role/AssetAcquisitionDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Business Acquisition [Axis]", "documentation": "Information by business combination or series of individually immaterial business combinations." } } }, "auth_ref": [ "r64", "r66", "r366", "r367", "r368", "r369", "r370", "r532", "r849", "r850" ] }, "us-gaap_BusinessAcquisitionEquityInterestIssuedOrIssuableDescription": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "BusinessAcquisitionEquityInterestIssuedOrIssuableDescription", "presentation": [ "http://solunacomputing.com/role/AssetAcquisitionDetailsNarrative" ], "lang": { 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Includes other kinds of accounts that have the general characteristics of demand deposits. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": [ "r170", "r663", "r725", "r746", "r867", "r887", "r939" ] }, "us-gaap_CashAndCashEquivalentsAtCarryingValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAtCarryingValue", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails" ], "lang": { "en-us": { "role": { "label": "Cash and restricted cash", "documentation": "Amount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of
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changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r22", "r205", "r819"] }, "us-gaap_CashAndCashEquivalentsPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsPolicyTextBlock", "presentation": ["http://solunacomputing.com/role/BasisOfPresentationPolicies"], "lang": { "en-us": { "role": { "label": "Cash and Cash Equivalents", "documentation": "Disclosure of accounting policy for cash and cash equivalents, including the policy for determining which items are treated as cash equivalents. Other information that may be disclosed includes (1) the nature of any restrictions on the entity's use of its cash and cash equivalents, (2) whether the entity's cash and cash equivalents are insured or expose the entity to credit risk, (3) the classification of any negative balance accounts (overdrafts), and (4) the carrying basis of cash equivalents (for example, at cost) and whether the carrying amount of cash equivalents approximates fair value." } } }, "auth_ref": ["r23"] }, "us-gaap_CashAndCashEquivalentsRestrictedCashAndCashEquivalentsPolicy": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsRestrictedCashAndCashEquivalentsPolicy", "presentation": ["http://solunacomputing.com/role/BasisOfPresentationPolicies"], "lang": { "en-us": { "role": { "label": "Restricted Cash", "documentation": "Entity's cash and cash equivalents accounting policy with respect to restricted balances. 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-term certificates of deposit are not generally included in legally restricted deposits." } } }, "auth_ref": ["r23", "r149"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "presentation": ["http://solunacomputing.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "periodStartLabel": "Cash & restricted cash \u2013 beginning of period", "periodEndLabel": "Cash & restricted cash \u2013 end of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage, including, but not limited to, disposal group and discontinued operations. 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": ["r22", "r119", "r234"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://solunacomputing.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "totalLabel": "Increase in cash & restricted cash", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect", "documentation": "Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage, including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in interest rates." } } }, "auth_ref": ["r2", "r119"] }, "SLNH_CashPaidForAmountsIncludedInMeasurementOfLeaseLiabilitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "CashPaidForAmountsIncludedInMeasurementOfLeaseLiabilitiesAbstract", "presentation": ["http://solunacomputing.com/role/ScheduleOfOtherInformationRelatedToLeasesDetails"], "lang": { "en-us": { "role": { "label": "Cash paid for amounts included in the measurement of lease liabilities:", "documentation": "Cash paid for amounts included in measurement of lease liabilities abstract." } } }, "auth_ref": [] }, "srt_ChiefExecutiveOfficerMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ChiefExecutiveOfficerMember", 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Examples include, but are not limited to, common stock, redeemable preferred stock, nonredeemable preferred stock, and convertible stock." } } }, "auth_ref": ["r180", "r214", "r215", "r216", "r238", "r268", "r269", "r272", "r274", "r279", "r280", "r344", "r396", "r398", "r399", "r400", "r403", "r404", "r437", "r438", "r441", "r444", "r451", "r570", "r703", "r704", "r705", "r706", "r714", "r715", "r716", "r717", "r718", "r719", "r720", "r721", "r722", "r723", "r724", "r726", "r738", "r762", "r784", "r801", "r802", "r803", "r804", "r805", "r908", "r952", "r962"] }, "us-gaap_ClassOfStockLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockLineItems", "presentation": ["http://solunacomputing.com/role/StockholdersEquityDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Class of Stock [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r214", "r215", "r216", "r270", "r437", "r438", "r439", "r441", "r444", "r449", "r451", "r703", "r704", "r705", "r706", "r843", "r908", "r952"] }, "us-gaap_ClassOfWarrantOrRightAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightAxis", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Axis]", "documentation": "Information by type of warrant or right issued." } } }, "auth_ref": ["r59"] }, "us-gaap_ClassOfWarrantOrRightDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightDomain", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "Name of the class or type of warrant or right outstanding. Warrants and rights represent derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative"], "lang": { "en-us": { "role": { "verboseLabel": "Issuance to purchase of warrants", "label": "Share issued , price", "documentation": "Exercise price per share or per unit of warrants or rights outstanding." } } }, "auth_ref": ["r452"] }, "SLNH_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRightsPercentage": { "xbrltype": "percentItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "ClassOfWarrantOrRightExercisePriceOfWarrantsOrRightsPercentage", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Issuance to purchase of warrants percentage", "documentation": "Class of warrant or right exercise price of warrants or rights percentage." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByEachWarrantOrRight": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightNumberOfSecuritiesCalledByEachWarrantOrRight", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "adjustments warrants", "documentation": "Number of securities into which each warrant or right may be converted. 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For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares." } } }, "auth_ref": ["r452"] }, "us-gaap_ClassOfWarrantOrRightOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightOutstanding", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfReservedSharesOfCommonStockForFutureIssuanceDetails"], "lang": { "en-us": { "role": { "label": "Warrants outstanding", "documentation": "Number of warrants or rights outstanding." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightReasonForIssuingToNonemployees": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightReasonForIssuingToNonemployees", "presentation": ["http://solunacomputing.com/role/SubsequentEventsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Warrants outstaning term", "documentation": "Description of reason for issuing warrant or right." } } }, "auth_ref": [] }, "SLNH_ClassSeedPreferredShareMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "ClassSeedPreferredShareMember", "presentation": ["http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Class Seed Preferred Share [Member]", "documentation": "Class Seed Preferred Share [Member]" } } }, "auth_ref": [] }, "us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems", "presentation": ["http://solunacomputing.com/role/ScheduleOfSecuredNoteFinancingDetails", "http://solunacomputing.com/role/VariableInterestEntityDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r535"] }, "SLNH_CollateralAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "CollateralAmount", "crdr": "debit", "presentation": ["http://solunacomputing.com/role/ProjectMarieDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Legal fees", "documentation": "Collateral amount." } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingencies": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingencies", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://solunacomputing.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "label": "Commitments and Contingencies (Note 10)", "documentation": "Represents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur." } } }, "auth_ref": ["r95", "r158", "r662", "r737"] }, "us-gaap_CommitmentsAndContingenciesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureAbstract", "lang": { "en-us": { "role": { "label": "Commitments and Contingencies Disclosure [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingenciesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureTextBlock", "presentation": ["http://solunacomputing.com/role/CommitmentsAndContingencies"], "lang": { "en-us": { "role": { "label": "Commitments and Contingencies", "documentation": "The entire disclosure for commitments and contingencies." } } }, "auth_ref": ["r131", "r386", "r387", "r810", "r994", "r999"] }, "us-gaap_CommonStockCapitalSharesReservedForFutureIssuance": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockCapitalSharesReservedForFutureIssuance", "presentation": ["http://solunacomputing.com/role/ScheduleOfReservedSharesOfCommonStockForFutureIssuanceDetails"], "lang": { "en-us": { "role": { "label": "Number of common shares reserved", "documentation": "Aggregate number of common shares reserved for future issuance." } } }, "auth_ref": ["r98"] }, "us-gaap_CommonStockDividendsShares": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockDividendsShares", "presentation": ["http://solunacomputing.com/role/StockholdersEquityDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Common stock dividends, shares", "documentation": "Number of shares of common stock issued as dividends during the period. 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"http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Common stock, par value", "documentation": "Face amount or stated value per share of common stock." } } }, "auth_ref": [ "r98" ] }, "SLNH_CommonStockParValue0.001PerShareMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "CommonStockParValue0.001PerShareMember", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Common Stock, par value $0.001 per share", "documentation": "Common Stock Par Value 0.001 Per Share [Member]" } } }, "auth_ref": [] }, "us-gaap_CommonStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesAuthorized", "presentation": [ "http://solunacomputing.com/role/BalanceSheetsParenthetical" ], "lang": { "en-us": { "role": { "label": "Common stock, shares authorized", "documentation": "The maximum number of common shares permitted to be issued by an entity's charter and bylaws." } } }, "auth_ref": [ "r98", "r738" ] }, "us-gaap_CommonStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesIssued", "presentation": [ "http://solunacomputing.com/role/BalanceSheetsParenthetical" ], "lang": { "en-us": { "role": { "label": "Common stock, shares issued", "documentation": "Total number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": [ "r98" ] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": [ "http://solunacomputing.com/role/BalanceSheetsParenthetical", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Common stock, shares outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": [ "r16", "r98", "r738", "r759", "r1125", "r1126" ] }, "SLNH_CommonStockSharesOutstandingPercentage": { "xbrltype": "percentItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "CommonStockSharesOutstandingPercentage", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Common stock shares percentage", "documentation": "Common stock shares outstanding percentage." } } }, "auth_ref": [] }, "SLNH_CommonStockTradingOneMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "CommonStockTradingOneMember", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Common Stock Trading One [Member]", "documentation": "Common Stock Trading One [Member]" } } }, "auth_ref": [] }, "SLNH_CommonStockTradingThreeMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "CommonStockTradingThreeMember", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Common Stock Trading Three [Member]", "documentation": "Common Stock Trading Three [Member]" } } }, "auth_ref": [] }, "SLNH_CommonStockTradingTwoMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "CommonStockTradingTwoMember", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Common Stock Trading Two [Member]", "documentation": "Common Stock Trading Two [Member]" } } }, "auth_ref": [] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/BalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://solunacomputing.com/role/BalanceSheets" ], "lang": { "en-us": { "role": { "label": "Common stock, par value $0.001 per share, authorized 75,000,000; 5,272,845 shares issued and 5,232,104 shares outstanding as of June 30, 2024 and 2,546,361 shares issued and 2,505,620 shares outstanding as of December 31, 2023", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": [ "r98", "r665", "r867" ] }, "us-gaap_CommonStockVotingRights": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockVotingRights", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Common stock voting rights", "documentation": "Description of voting rights of common stock. Includes eligibility to vote and votes per share owned. Include also, if any, unusual voting rights." } } }, "auth_ref": [ "r47" ] }, "SLNH_ComputeCoMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "ComputeCoMember", "presentation": [ "http://solunacomputing.com/role/SubsequentEventsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Compute Co [Member]", "documentation": "Compute Co [Member]" } } }, "auth_ref": [] }, "SLNH_ComputersAndRelatedSoftwareMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "ComputersAndRelatedSoftwareMember", "presentation": [ "http://solunacomputing.com/role/ScheduleOfPlantAndEquipmentDetails" ], "lang": { "en-us": { "role": { "label": "Computers and Related Software [Member]", "documentation": "Computers And Related Software [Member]" } } }, "auth_ref": [] }, "us-gaap_ConcentrationRiskBenchmarkDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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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": [ "r71", "r821" ] }, "us-gaap_ConstructionInProgressMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConstructionInProgressMember", "presentation": [ "http://solunacomputing.com/role/ScheduleOfPlantAndEquipmentDetails" ], "lang": { "en-us": { "role": { "label": "Construction in Progress [Member]", "documentation": "Structure or a modification to a structure under construction. 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The description would be expected to include sufficient information to provide an understanding of the nature and purpose of the conversion. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. \"Part noncash\" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period." } } }, "auth_ref": [ "r24", "r25", "r26" ] }, "us-gaap_ConversionOfStockNewIssuance": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConversionOfStockNewIssuance", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Share conversion to common stock", "documentation": "A description of the new financial instrument issued in a noncash (or part noncash) conversion of stock. 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The risk is the materially adverse effects of loss of a significant customer." } } }, "auth_ref": ["r123", "r304"] }, "SLNH_CustomerDepositsLongTerm": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "CustomerDepositsLongTerm", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails": { "parentTag": "us-gaap_Liabilities", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails"], "lang": { "en-us": { "role": { "label": "Customer deposits- long term", "documentation": "Customer deposits long term." } } }, "auth_ref": [] }, "SLNH_DVComputeCoLLCMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "DVComputeCoLLCMember", "presentation": ["http://solunacomputing.com/role/NatureOfOperationsDetailsNarrative", 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Includes, but is not limited to, notes payable, bonds payable, commercial loans, mortgage loans, convertible debt, subordinated debt and other types of debt." } } }, "auth_ref": ["r17", "r157", "r432"] }, "us-gaap_DebtInstrumentConvertibleBeneficialConversionFeature": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DebtInstrumentConvertibleBeneficialConversionFeature", "crdr": "credit", "presentation": ["http://solunacomputing.com/role/SubsequentEventsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Borrowing amount conversion feature", "documentation": "Amount of a favorable spread to a debt holder between the amount of debt being converted and the value of the securities received upon conversion. 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For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006." } } }, "auth_ref": [] }, "dei_DocumentPeriodEndDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodEndDate", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Document Period End Date", "documentation": "For the EDGAR submission types of Form 8-K, the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A, the filing date; for all other submission types, the end of the reporting or transition period. The format of the date is YYYY-MM-DD." } } }, "auth_ref": [] }, "dei_DocumentPeriodStartDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodStartDate", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Document Period Start Date", "documentation": "The start date of the period covered in the document, in YYYY-MM-DD format." } } }, "auth_ref": [] }, "dei_DocumentQuarterlyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Document Quarterly Report", "documentation": "Boolean flag that is true only for a form used as an quarterly report." } } }, "auth_ref": [ "r900" ] }, "dei_DocumentRegistrationStatement": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentRegistrationStatement", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Document Registration Statement", "documentation": "Boolean flag that is true only for a form used as a registration statement." } } }, "auth_ref": [ "r888" ] }, "dei_DocumentShellCompanyEventDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyEventDate", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Document Shell Company Event Date", "documentation": "Date of event requiring a shell company report." } } }, "auth_ref": [ "r901" ] }, "dei_DocumentShellCompanyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyReport", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Document Shell Company Report", "documentation": "Boolean flag that is true for a Shell Company Report pursuant to section 13 or 15(d) of the Exchange Act." } } }, "auth_ref": [ "r901" ] }, "dei_DocumentTransitionReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Document Transition Report", "documentation": "Boolean flag that is true only for a form used as a transition report." } } }, "auth_ref": [ "r903" ] }, "dei_DocumentType": { "xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Document Type", "documentation": "The type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'." } } }, "auth_ref": [] }, "dei_DocumentsIncorporatedByReferenceTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentsIncorporatedByReferenceTextBlock", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Documents Incorporated by Reference [Text Block]", "documentation": "Documents incorporated by reference." } } }, "auth_ref": [ "r891" ] }, "SLNH_DorothyPhase1AFacilityMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "DorothyPhase1AFacilityMember", "presentation": [ "http://solunacomputing.com/role/VariableInterestEntityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Dorothy Phase 1A Facility [Member]", "documentation": "Dorothy Phase 1A Facility [Member]" } } }, "auth_ref": [] }, 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"Weighted average common shares Diluted", "documentation": "The amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period." } } }, "auth_ref": [ "r227", "r252", "r253", "r255", "r256", "r257", "r259", "r268", "r272", "r273", "r274", "r276", "r530", "r534", "r555", "r556", "r654", "r678", "r822" ] }, "us-gaap_EffectiveIncomeTaxRateContinuingOperations": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateContinuingOperations", "presentation": [ "http://solunacomputing.com/role/IncomeTaxesDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Effective income tax rate", "documentation": "Percentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations." } } }, "auth_ref": [ "r508", "r853" ] }, "us-gaap_EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateReconciliationAtFederalStatutoryIncomeTaxRate", "presentation": [ "http://solunacomputing.com/role/IncomeTaxesDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Effective federal income tax rate", "documentation": "Percentage of domestic federal statutory tax rate applicable to pretax income (loss)." } } }, "auth_ref": [ "r239", "r508", "r518", "r853" ] }, "us-gaap_EmployeeBenefitsAndShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeBenefitsAndShareBasedCompensation", "crdr": "debit", "presentation": [ "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative" ], "lang": { "en-us": { "role": { 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Registrants not involved in bankruptcy proceedings during the preceding five years should not report this element." } } }, "auth_ref": [ "r894" ] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK." } } }, "auth_ref": [ "r890" ] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": [ "http://solunacomputing.com/role/CommitmentsAndContingenciesDetailsNarrative", "http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/NatureOfOperationsDetailsNarrative", "http://solunacomputing.com/role/ProjectMarieDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails", "http://solunacomputing.com/role/SubsequentEventsDetailsNarrative", "http://solunacomputing.com/role/VariableInterestEntityDetailsNarrative", "http://solunacomputing.com/role/VariableInterestEntityTables" ], "lang": { "en-us": { "role": { "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. This item does not include business and geographical segments which are included in the geographical or business segments domains." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": [ "r890" ] }, "dei_EntityExTransitionPeriod": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityExTransitionPeriod", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Elected Not To Use the Extended Transition Period", "documentation": "Indicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards." } } }, "auth_ref": [ "r907" ] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Filer Category", "documentation": "Indicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [ "r890" ] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Interactive Data Current", "documentation": "Boolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files)." } } }, "auth_ref": [ "r904" ] }, "dei_EntityPrimarySicNumber": { "xbrltype": "sicNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPrimarySicNumber", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Primary SIC Number", "documentation": "Primary Standard Industrial Classification (SIC) Number for the Entity." } } }, "auth_ref": [ "r902" ] }, "dei_EntityPublicFloat": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPublicFloat", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Public Float", "documentation": "The aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of the registrant's most recently completed second fiscal quarter." } } }, "auth_ref": [] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Registrant Name", "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC." } } }, "auth_ref": [ "r890" ] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Shell Company", "documentation": "Boolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act." } } }, "auth_ref": [ "r890" ] }, "dei_EntitySmallBusiness": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntitySmallBusiness", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Small Business", "documentation": "Indicates that the company is a Smaller Reporting Company (SRC)." } } }, "auth_ref": [ "r890" ] }, "dei_EntityTaxIdentificationNumber": { "xbrltype": "employerIdItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityTaxIdentificationNumber", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Tax Identification Number", "documentation": "The Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS." } } }, "auth_ref": [ "r890" ] }, "dei_EntityVoluntaryFilers": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityVoluntaryFilers", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Voluntary Filers", "documentation": "Indicate 'Yes' or 'No' if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act." } } }, "auth_ref": [] }, "dei_EntityWellKnownSeasonedIssuer": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityWellKnownSeasonedIssuer", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Entity Well-known Seasoned Issuer", "documentation": "Indicate 'Yes' or 'No' if the registrant is a well-known seasoned issuer, as defined in Rule 405 of the Securities Act. 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": [ "r88" ] }, "us-gaap_InterestPayableCurrentAndNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InterestPayableCurrentAndNoncurrent", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/NatureOfOperationsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Accrued interest and penalties", "verboseLabel": "Interest Payable", "documentation": "Amount of interest payable on debt, including, but not limited to, trade payables." } } }, "auth_ref": [ "r155", "r1086" ] }, "SLNH_InvestmentPercentage": { "xbrltype": "percentItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "InvestmentPercentage", "presentation": [ "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Investment percentage", "documentation": "Investment percentage." } } }, "auth_ref": [] }, "SLNH_InvestorsMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "InvestorsMember", "presentation": [ "http://solunacomputing.com/role/ProjectMarieDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Investors [Member]", "documentation": "Investors [Member]" } } }, "auth_ref": [] }, "SLNH_JohnBelizaireAndJohnBottomleyMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "JohnBelizaireAndJohnBottomleyMember", "presentation": [ "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "John Belizaire and John Bottomley [Member]", "documentation": "John Belizaire and John Bottomley [Member]" } } }, "auth_ref": [] }, "us-gaap_LandAndLandImprovementsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LandAndLandImprovementsMember", "presentation": [ "http://solunacomputing.com/role/ScheduleOfPlantAndEquipmentDetails" ], "lang": { "en-us": { "role": { "label": "Land and Land Improvements [Member]", "documentation": "Real estate held and assets that are an addition or improvement to real estate held." } } }, "auth_ref": [] }, "us-gaap_LeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCost", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/ScheduleOfLeaseExpenseRecognizedOnStraight-lineBasisOverLeaseTermDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://solunacomputing.com/role/ScheduleOfLeaseExpenseRecognizedOnStraight-lineBasisOverLeaseTermDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Total net lease cost", "label": "Lease, Cost", "documentation": "Amount of lease cost recognized by lessee for lease contract." } } }, "auth_ref": [ "r588", "r866" ] }, "us-gaap_LeaseCostTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCostTableTextBlock", "presentation": [ "http://solunacomputing.com/role/CommitmentsAndContingenciesTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Lease Expense Recognized on Straight-line Basis Over Lease Term", "documentation": "Tabular disclosure of lessee's lease cost. 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Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth_ref": [ "r1072" ] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/ScheduleOfMaturityOfOperatingLeaseLiabilitiesDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": [ "http://solunacomputing.com/role/ScheduleOfMaturityOfOperatingLeaseLiabilitiesDetails" ], "lang": { "en-us": { "role": { "totalLabel": "Total lease payments", "label": "Lessee, Operating Lease, Liability, to be Paid", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease." } } }, "auth_ref": [ "r595" ] }, "SLNH_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/ScheduleOfMaturityOfOperatingLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 6.0 } }, "presentation": [ "http://solunacomputing.com/role/ScheduleOfMaturityOfOperatingLeaseLiabilitiesDetails" ], "lang": { "en-us": { "role": { "verboseLabel": "Thereafter", "documentation": "Lessee operating lease liability payments due after year four.", "label": "LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/ScheduleOfMaturityOfOperatingLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": [ "http://solunacomputing.com/role/ScheduleOfMaturityOfOperatingLeaseLiabilitiesDetails" ], "lang": { "en-us": { "role": { "verboseLabel": "2025", "label": "Lessee, Operating Lease, Liability, to be Paid, Year One", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": [ "r595" ] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/ScheduleOfMaturityOfOperatingLeaseLiabilitiesDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 5.0 } }, "presentation": [ "http://solunacomputing.com/role/ScheduleOfMaturityOfOperatingLeaseLiabilitiesDetails" ], "lang": { "en-us": { "role": { "verboseLabel": "2028", "label": "Lessee, Operating Lease, Liability, to be Paid, Year Four", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. 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For an entity that has not commenced principal operations, disclosures about the risks and uncertainties related to the activities in which the entity is currently engaged and an understanding of what those activities are being directed toward." } } }, "auth_ref": [ "r172", "r179" ] }, "SLNH_NavitasTermLoanMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NavitasTermLoanMember", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfNavitasTermLoanDetails", "http://solunacomputing.com/role/ScheduleOfNavitasTermLoanDetailsParenthetical" ], "lang": { "en-us": { "role": { "label": "Navitas Term Loan [Member]", "documentation": "Navitas Term Loan [Member]" } } }, "auth_ref": [] }, "SLNH_NetBookValue": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NetBookValue", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/ProjectMarieDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Net book value", "documentation": "Net book value." } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInFinancingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivities", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 3.0 } }, "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "totalLabel": "Net cash provided by financing activities", "label": "Net Cash Provided by (Used in) Financing Activities", "documentation": "Amount of cash inflow (outflow) from financing activities, including discontinued operations. 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Includes, but is not limited to, nature, reason, and method of adopting amendment to accounting standards or other change in accounting principle." } } }, "auth_ref": [ "r178", "r201", "r246", "r247", "r250", "r251", "r263", "r264", "r305", "r346", "r347", "r528", "r529", "r531", "r534", "r548", "r553", "r598", "r601", "r602", "r649", "r650", "r651", "r693", "r694", "r695", "r696", "r698" ] }, "dei_NoTradingSymbolFlag": { "xbrltype": "trueItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NoTradingSymbolFlag", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "No Trading Symbol Flag", "documentation": "Boolean flag that is true only for a security having no trading symbol." } } }, "auth_ref": [] }, "SLNH_NonNoteholdersMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NonNoteholdersMember", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Non Noteholders [Member]", "documentation": "Non Noteholders [Member]" } } }, "auth_ref": [] }, "SLNH_NoncashActivityRightofuseAssetsObtainedInExchangeForLeaseObligationsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NoncashActivityRightofuseAssetsObtainedInExchangeForLeaseObligationsAbstract", "presentation": [ "http://solunacomputing.com/role/ScheduleOfOtherInformationRelatedToLeasesDetails" ], "lang": { "en-us": { "role": { "label": "Non-Cash Activity Right-of-use assets obtained in exchange for lease obligations:", "documentation": "Non cash activity right of use assets obtained in exchange for lease obligations abstract." } } }, "auth_ref": [] }, "SLNH_NoncashDisposalOfNydigCollateralizedEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NoncashDisposalOfNydigCollateralizedEquipment", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "label": "Noncash disposal of NYDIG collateralized equipment", "documentation": "Noncash disposal of NYDIG collateralized equipment." } } }, "auth_ref": [] }, "SLNH_NoncashMembershipDistributionAccrual": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NoncashMembershipDistributionAccrual", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "label": "Noncash membership distribution accrual", "documentation": "Non cash membership distribution accrual." } } }, "auth_ref": [] }, "SLNH_NoncashNoncontrollingInterestContributions": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NoncashNoncontrollingInterestContributions", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "label": "Noncash non-controlling interest contributions", "documentation": "Noncash non-controlling interest contributions." } } }, "auth_ref": [] }, "us-gaap_NoncontrollingInterestIncreaseFromSaleOfParentEquityInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncontrollingInterestIncreaseFromSaleOfParentEquityInterest", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/StatementsOfChangesInEquity" ], "lang": { "en-us": { "role": { "label": "Contribution from Non-Controlling interest", "documentation": "Amount of increase in noncontrolling interest from sale of a portion of the parent's controlling interest." } } }, "auth_ref": [ "r14", "r52", "r147" ] }, "us-gaap_NoncontrollingInterestMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncontrollingInterestMember", "presentation": [ "http://solunacomputing.com/role/StatementsOfChangesInEquity" ], "lang": { "en-us": { "role": { "label": "Noncontrolling Interest [Member]", "documentation": "This element represents that portion of equity (net assets) in a subsidiary not attributable, directly or indirectly, to the parent. A noncontrolling interest is sometimes called a minority interest." } } }, "auth_ref": [ "r68", "r453", "r957", "r958", "r959", "r961", "r1125" ] }, "SLNH_NoteExtensionPercentage": { "xbrltype": "percentItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NoteExtensionPercentage", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "[custom:NoteExtensionPercentage-0]", "documentation": "Note extension percentage." } } }, "auth_ref": [] }, "SLNH_NoteholderOneMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NoteholderOneMember", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Noteholder One [Member]", "documentation": "Noteholder One [Member]" } } }, "auth_ref": [] }, "SLNH_NoteholderThreeMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NoteholderThreeMember", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Noteholder Three [Member]", "documentation": "Noteholder Three [Member]" } } }, "auth_ref": [] }, "SLNH_NoteholderTwoMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NoteholderTwoMember", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Noteholder Two [Member]", "documentation": "Noteholder Two [Member]" } } }, "auth_ref": [] }, "SLNH_NoteholdersMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "NoteholdersMember", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Noteholders [Member]", "documentation": "Noteholders [Member]" } } }, "auth_ref": [] }, "us-gaap_NotesAndLoansReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NotesAndLoansReceivableNetCurrent", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/BalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 4.0 } }, "presentation": [ "http://solunacomputing.com/role/BalanceSheets", "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Notes receivable", "verboseLabel": "Notes receviable", "documentation": "Amortized cost, after allowance for credit loss, of financing receivable classified as current. Excludes net investment in lease." } } }, "auth_ref": [ "r653", "r973" ] }, "us-gaap_NotesPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NotesPayable", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/ProjectMarieDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfSecuredNoteFinancingDetails" ], "lang": { "en-us": { "role": { "label": "Total outstanding note", "verboseLabel": "Secured promissory note issued", "terseLabel": "Outstanding principal balance", "documentation": "Including the current and noncurrent portions, aggregate carrying amount of all types of notes payable, as of the balance sheet date, with initial maturities beyond one year or beyond the normal operating cycle, if longer." } } }, "auth_ref": [ "r17", "r157", "r1088", "r1089" ] }, "us-gaap_NotesReceivableMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NotesReceivableMember", "presentation": [ "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Notes Receivable [Member]", "documentation": "An amount representing an agreement for an unconditional promise by the maker to pay the Entity (holder) a definite sum of money at a future date(s) within one year of the balance sheet date. Such amount may include accrued interest receivable in accordance with the terms of the note. The note also may contain provisions including a discount or premium, payable on demand, secured, or unsecured, interest bearing or noninterest bearing, among myriad other features and characteristics." } } }, "auth_ref": [] }, "us-gaap_NumberOfOperatingSegments": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfOperatingSegments", "presentation": [ "http://solunacomputing.com/role/SegmentInformationDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Number of operating segments", "documentation": "Number of operating segments. An operating segment is a component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues." } } }, "auth_ref": [ "r829", "r965" ] }, "us-gaap_NumberOfReportableSegments": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfReportableSegments", "presentation": [ "http://solunacomputing.com/role/SegmentInformationDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Number of reportable segments", "documentation": "Number of segments reported by the entity. A reportable segment is a component of an entity for which there is an accounting requirement to report separate financial information on that component in the entity's financial statements." } } }, "auth_ref": [ "r825", "r832", "r965" ] }, "SLNH_NumeratorAbstract": { "xbrltype": "stringItemType", "nsuri": "http://solunacomputing.com/20240630", "localname":
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Excludes accrued interest." } } }, "auth_ref": [ "r5" ] }, "SLNH_PaymentsOfLoan": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "PaymentsOfLoan", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 4.0 } }, "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "negatedLabel": "Payments on Navitas loan and notes payable", "documentation": "Payments on Navitas loan.", "label": "PaymentsOfLoan" } } }, "auth_ref": [] }, "us-gaap_PaymentsOfStockIssuanceCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsOfStockIssuanceCosts", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 5.0 } }, "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "negatedLabel": "Costs of common stock securities purchase agreement offering", "label": "Payments of Stock Issuance Costs", "documentation": "The cash outflow for cost incurred directly with the issuance of an equity security." } } }, "auth_ref": [ "r21" ] }, "us-gaap_PaymentsToAcquireIntangibleAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsToAcquireIntangibleAssets", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInInvestingActivities", "weight": -1.0, "order": 2.0 } }, "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "negatedLabel": "Purchases of intangible assets", "label": "Payments to Acquire Intangible Assets", "documentation": "The cash outflow to acquire asset without physical form usually arising from contractual or other legal rights, excluding goodwill." } } }, "auth_ref": [ "r117" ] }, "us-gaap_PaymentsToAcquireInvestments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsToAcquireInvestments", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Payments to acquire investments", "documentation": "The cash outflow associated with the purchase of all investments (debt, security, other) during the period." } } }, "auth_ref": [ "r116" ] }, "us-gaap_PaymentsToAcquireProductiveAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsToAcquireProductiveAssets", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/ScheduleOfSegmentReportingInformationDetails" ], "lang": { "en-us": { "role": { "label": "Capital expenditures", "documentation": "The cash outflow for purchases of and capital improvements on property, plant and equipment (capital expenditures), software, and other intangible assets." } } }, "auth_ref": [ "r168", "r1049", "r1050", "r1051" ] }, "us-gaap_PaymentsToAcquirePropertyPlantAndEquipment": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsToAcquirePropertyPlantAndEquipment", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInInvestingActivities", "weight": -1.0, "order": 1.0 } }, "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "negatedLabel": "Purchases of property, plant, and equipment", "label": "Payments to Acquire Property, Plant, and Equipment", "documentation": "The cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets." } } }, "auth_ref": [ "r117" ] }, "us-gaap_PaymentsToMinorityShareholders": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PaymentsToMinorityShareholders", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 8.0 } }, "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "negatedLabel": "Distributions to non-controlling interest", "label": "Payments to Noncontrolling Interests", "documentation": "Amount of cash outflow to a noncontrolling interest. 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Excludes dividends paid to the noncontrolling interest." } } }, "auth_ref": [ "r21" ] }, "SLNH_PenaltyFee": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "PenaltyFee", "crdr": "debit", "presentation": [ "http://solunacomputing.com/role/CommitmentsAndContingenciesDetailsNarrative", "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "[custom:PenaltyFee]", "verboseLabel": "Penalty fee", "documentation": "Penalty fee." } } }, "auth_ref": [] }, "SLNH_PercentageOfPrincipalOutstanding": { "xbrltype": "percentItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "PercentageOfPrincipalOutstanding", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Percentage of principal outstanding", "documentation": "Percentage of principal outstanding." } } }, "auth_ref": [] }, "us-gaap_PlanNameAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PlanNameAxis", "presentation": [ "http://solunacomputing.com/role/StockBasedCompensationDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Plan Name [Axis]", "documentation": "Information by plan name for share-based payment arrangement." } } }, "auth_ref": [ "r1016", "r1017", "r1018", "r1019", "r1020", "r1021", "r1022", "r1023", "r1024", "r1025", "r1026", "r1027", "r1028", "r1029", "r1030", "r1031", "r1032", "r1033", "r1034", "r1035", "r1036", "r1037", "r1038", "r1039", "r1040", "r1041" ] }, "us-gaap_PlanNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PlanNameDomain", "presentation": [ "http://solunacomputing.com/role/StockBasedCompensationDetailsNarrative" ], "lang": { "en-us": { "role": { "documentation": "Plan name for share-based payment arrangement." } } }, "auth_ref": [ "r1016", "r1017", "r1018", "r1019", "r1020", "r1021", "r1022", "r1023", "r1024", "r1025", "r1026", "r1027", "r1028", "r1029", "r1030", "r1031", "r1032", "r1033", "r1034", "r1035", "r1036", "r1037", "r1038", "r1039", "r1040", "r1041" ] }, "srt_PlatformOperatorCryptoAssetLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "PlatformOperatorCryptoAssetLineItems", "presentation": [ "http://solunacomputing.com/role/ScheduleOfChangesInLevel3FinancialLiabilitiesCarriedAtFairValueDetails" ], "lang": { "en-us": { "role": { "label": "Platform Operator, Crypto Asset [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [ "r196", "r380" ] }, "srt_PlatformOperatorCryptoAssetTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "PlatformOperatorCryptoAssetTable", "presentation": [ "http://solunacomputing.com/role/ScheduleOfChangesInLevel3FinancialLiabilitiesCarriedAtFairValueDetails" ], "lang": { "en-us": { "role": { "label": "Platform Operator, Crypto Asset [Table]", "documentation": "Disclosure of information about crypto-asset held for platform user." } } }, "auth_ref": [ "r196", "r380" ] }, "SLNH_PowerSupplyUnitsMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "PowerSupplyUnitsMember", "presentation": [ "http://solunacomputing.com/role/PropertyPlantAndEquipmentDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Power Supply Units [Member]", "documentation": "Power Supply Units [Member]" } } }, "auth_ref": [] }, "dei_PreCommencementIssuerTenderOffer": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "PreCommencementIssuerTenderOffer", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Pre-commencement Issuer Tender Offer", "documentation": "Boolean flag that is true when the Form 8-K filing is intended to satisfy the filing obligation of the registrant as pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act." } } }, "auth_ref": [ "r895" ] }, "dei_PreCommencementTenderOffer": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "PreCommencementTenderOffer", "presentation": [ "http://solunacomputing.com/role/Cover" ], "lang": { "en-us": { "role": { "label": "Pre-commencement Tender Offer", "documentation": "Boolean flag that is true when the Form 8-K filing is intended to satisfy the filing obligation of the registrant as pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act." } } }, "auth_ref": [ "r897" ] }, "us-gaap_PreferredStockAmountOfPreferredDividendsInArrears": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockAmountOfPreferredDividendsInArrears", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Dividend arrears", "documentation": "Aggregate amount of cumulative preferred dividends in arrears." } } }, "auth_ref": [ "r50" ] }, "SLNH_PreferredStockCumulativePercentage": { "xbrltype": "percentItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "PreferredStockCumulativePercentage", "presentation": [ "http://solunacomputing.com/role/BalanceSheetsParenthetical" ], "lang": { "en-us": { "role": { "label": "Preferred stock, cumulative percentage", "documentation": "Preferred stock cumulative percentage." } } }, "auth_ref": [] }, "us-gaap_PreferredStockDividendPaymentTerms": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockDividendPaymentTerms", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Preferred stock, participation rights", "documentation": "Specific information regarding dividend payment dates or timing and whether or not dividends are paid on a cumulative basis." } } }, "auth_ref": [ "r18", "r47", "r97" ] }, "us-gaap_PreferredStockDividendRatePercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockDividendRatePercentage", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Preferred stock, dividend rate, percentage", "documentation": "The percentage rate used to calculate dividend payments on preferred stock." } } }, "auth_ref": [ "r438", "r793", "r795", "r796", "r800" ] }, "us-gaap_PreferredStockLiquidationPreference": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockLiquidationPreference", "presentation": [ "http://solunacomputing.com/role/BalanceSheetsParenthetical", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Preferred stock, liquidation preference", "documentation": "The per share liquidation preference (or restrictions) of nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) that has a preference in involuntary liquidation considerably in excess of the par or stated value of the shares. The liquidation preference is the difference between the preference in liquidation and the par or stated values of the share." } } }, "auth_ref": [ "r47", "r48", "r97", "r952", "r1013" ] }, "us-gaap_PreferredStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockMember", "presentation": [ "http://solunacomputing.com/role/StatementsOfChangesInEquity" ], "lang": { "en-us": { "role": { "label": "Preferred Stock [Member]", "documentation": "Preferred shares may provide a preferential dividend to the dividend on common stock and may take precedence over common stock in the event of a liquidation. Preferred shares typically represent an ownership interest in the company." } } }, "auth_ref": [ "r876", "r877", "r880", "r881", "r882", "r883", "r1122", "r1125" ] }, "us-gaap_PreferredStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockParOrStatedValuePerShare", "presentation": [ "http://solunacomputing.com/role/BalanceSheetsParenthetical", "http://solunacomputing.com/role/BasisOfPresentationDetailsNarrative", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Preferred stock, par value", "documentation": "Face amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer." } } }, "auth_ref": [ "r97", "r437" ] }, "us-gaap_PreferredStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesAuthorized", "presentation": [ "http://solunacomputing.com/role/BalanceSheetsParenthetical", "http://solunacomputing.com/role/BasisOfPresentationDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Preferred stock, shares authorized", "documentation": "The maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws." } } }, "auth_ref": [ "r97", "r738" ] }, "us-gaap_PreferredStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesIssued", "presentation": [ "http://solunacomputing.com/role/BalanceSheetsParenthetical", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Preferred Stock, shares issued", "verboseLabel": "Preferred stock shares sold", "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. Excludes preferred shares classified as debt." } } }, "auth_ref": [ "r97", "r437" ] }, "us-gaap_PreferredStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesOutstanding", "presentation": [ "http://solunacomputing.com/role/BalanceSheetsParenthetical", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Preferred Stock, shares outstanding", "verboseLabel": "Preferred stock shares outstanding", "documentation": "Aggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased." } } }, "auth_ref": [ "r97", "r738", "r750", "r1125", "r1126" ] }, "us-gaap_PreferredStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockValue", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/BalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": [ "http://solunacomputing.com/role/BalanceSheets" ], "lang": { "en-us": { "role": { "label": "Preferred stock, value", "documentation": "Aggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": [ "r97", "r664", "r867" ] }, "us-gaap_PreferredStockValueOutstanding": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockValueOutstanding", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Preferred stock, value outstanding", "documentation": "Value of nonredeemable preferred shares and preferred shares redeemable solely at option of issuer, held by shareholders. Excludes preferred shares repurchased and held as treasury shares." } } }, "auth_ref": [ "r97", "r738" ] }, "SLNH_PrefundedWarrantsDividendsShares": { "xbrltype": "sharesItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "PrefundedWarrantsDividendsShares", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Prefunded warrants dividends shares", "documentation": "Prefunded warrants dividends, shares." } } }, "auth_ref": [] }, "us-gaap_PrepaidExpenseAndOtherAssetsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrepaidExpenseAndOtherAssetsCurrent", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 4.0 }, "http://solunacomputing.com/role/BalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 5.0 } }, "presentation": [ "http://solunacomputing.com/role/BalanceSheets", "http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfVariableInterestEntitiesOfAssetsAndLiabilitiesDetails" ], "lang": { "en-us": { "role": { "label": "Prepaid expenses and other current assets", "verboseLabel": "Prepaids and other current assets", "documentation": "Amount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer." } } }, "auth_ref": [ "r944" ] }, "us-gaap_PriorPeriodReclassificationAdjustmentDescription": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PriorPeriodReclassificationAdjustmentDescription", "presentation": [ "http://solunacomputing.com/role/BasisOfPresentationPolicies" ], "lang": { "en-us": { "role": { "label": "Reclassification", "documentation": "Disclosure of accounting policy for reclassification affecting comparability of financial statement. Excludes amendment to accounting standards, other change in accounting
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Related party includes, but is not limited to, affiliate, other entity for which investment is accounted for under equity method, trust for benefit of employee, principal owner, management, and member of immediate family, and other party that may be prevented from pursuing separate interests because of control, significant influence, or ownership interest." } } }, "auth_ref": ["r306", "r466", "r606", "r607", "r661", "r669", "r730", "r731", "r732", "r733", "r734", "r758", "r760", "r791", "r1076"] }, "us-gaap_RelatedPartyTransactionsDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyTransactionsDisclosureTextBlock", "presentation": ["http://solunacomputing.com/role/RelatedPartyTransactions"], "lang": { "en-us": { "role": { "label": "Related Party Transactions", "documentation": "The entire disclosure for related party transactions. Examples of related party transactions include transactions between (a) a parent company and its subsidiary; (b) subsidiaries of a common parent; (c) and entity and its principal owners; and (d) affiliates." } } }, "auth_ref": ["r603", "r604", "r605", "r607", "r610", "r709", "r710", "r711", "r767", "r768", "r769", "r788", "r790"] }, "us-gaap_RepaymentsOfConvertibleDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfConvertibleDebt", "crdr": "credit", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Related party debt", "documentation": "The cash outflow from the repayment of a long-term debt instrument which can be exchanged for a specified amount of another security, typically the entity's common stock, at the option of the issuer or the holder." } } }, "auth_ref": ["r118"] }, "us-gaap_RepaymentsOfLinesOfCredit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfLinesOfCredit", "crdr": "credit", "calculation": { "http://solunacomputing.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInFinancingActivities", "weight": -1.0, "order": 6.0 } }, "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "negatedLabel": "Payments on NYDIG loans and line of credit", "label": "Repayments of line of credit", "documentation": "Amount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements." } } }, "auth_ref": ["r118", "r953"] }, "us-gaap_RepaymentsOfRelatedPartyDebt": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RepaymentsOfRelatedPartyDebt", "crdr": "credit", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative", "http://solunacomputing.com/role/VariableInterestEntityDetailsNarrative"], "lang": { "en-us": { "role": { "verboseLabel": "Related party debt", "label": "Payment of related party", "terseLabel": "Purchase price", "documentation": "The cash outflow for the payment of a long-term borrowing made from a related party 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: Payments for Advances from Affiliates." } } }, "auth_ref": ["r118"] }, "us-gaap_ReportableSubsegmentsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ReportableSubsegmentsMember", "presentation": ["http://solunacomputing.com/role/ScheduleOfSegmentReportingInformationDetails"], "lang": { "en-us": { "role": { "label": "Reportable Subsegments [Member]", "documentation": "Identifies division of a component of an entity that engage in business activities from which they may earn revenue and incur expenses, including transactions with other components of the same entity." } } }, "auth_ref": [] }, "SLNH_RepricedWarrantMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "RepricedWarrantMember", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Repriced Warrant [Member]", "documentation": "Repriced Warrant [Member]" } } }, "auth_ref": [] }, "srt_RestatementAdjustmentMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RestatementAdjustmentMember", "presentation": ["http://solunacomputing.com/role/ScheduleOfErrorCorrectionsOfBasicAndDilutedEpsDetails"], "lang": { "en-us": { "role": { "label": "Revision of Prior Period, Adjustment [Member]", "documentation": "Cumulative increase (decrease) for adjustment to previously issued financial statements. 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Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue producing transaction, including, but not limited to, sales, use, value-added and excise." } } }, "auth_ref": ["r164", "r165", "r277", "r286", "r287", "r294", "r298", "r301", "r303", "r304", "r456", "r457", "r647"] }, "us-gaap_Revenues": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "Revenues", "crdr": "credit", "presentation": ["http://solunacomputing.com/role/ScheduleOfResultsOfProjectMarieDetails", "http://solunacomputing.com/role/ScheduleOfSegmentReportingInformationDetails"], "lang": { "en-us": { "role": {

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Includes, but is not limited to, investment and interest income before deduction of interest expense when recognized as a component of revenue, and sales and trading gain (loss)." } } }, "auth_ref": [ "r164", "r165", "r226", "r238", "r277", "r286", "r287", "r294", "r298", "r301", "r303", "r304", "r344", "r396", "r397", "r398", "r399", "r400", "r401", "r402", "r403", "r404", "r570", "r655", "r828", "r1007" ] }, "SLNH_ReverseStockSplitPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "ReverseStockSplitPolicyTextBlock", "presentation": [ "http://solunacomputing.com/role/BasisOfPresentationPolicies" ], "lang": { "en-us": { "role": { "label": "Reverse Stock Split", "documentation": "Reverse Stock Split [Policy Text Block]" } } }, "auth_ref": [] }, "us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability", "crdr": "debit", "presentation": [ "http://solunacomputing.com/role/ScheduleOfOtherInformationRelatedToLeasesDetails", "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "label": "Noncash activity right-of-use assets obtained in exchange for lease obligations", "verboseLabel": "Operating leases", "documentation": "Amount of increase in right-of-use asset obtained in exchange for operating lease liability." } } }, "auth_ref": [ "r592", "r866" ] }, "SLNH_SCIUSHoldingsMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "SCIUSHoldingsMember", "presentation": [ "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "SCI US Holdings LLC [Member]", "documentation": "SCI US Holdings LLC [Member]" } } }, "auth_ref": [] }, "us-gaap_SaleOfStockConsiderationReceivedOnTransaction": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SaleOfStockConsiderationReceivedOnTransaction", "crdr": "debit", "presentation": [ "http://solunacomputing.com/role/VariableInterestEntityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Purchase price", "documentation": "Cash received on stock transaction after deduction of issuance costs." } } }, "auth_ref": [] }, "us-gaap_SalesRevenueNetMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SalesRevenueNetMember", "presentation": [ "http://solunacomputing.com/role/SegmentInformationDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Revenue Benchmark [Member]", "documentation": "Revenue from sale of product and rendering of service and other sources of income, when it serves as benchmark in concentration of risk calculation." } } }, "auth_ref": [ "r304", "r917" ] }, "srt_ScenarioPreviouslyReportedMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScenarioPreviouslyReportedMember", "presentation": [ "http://solunacomputing.com/role/ScheduleOfErrorCorrectionsOfBasicAndDilutedEpsDetails" ], "lang": { "en-us": { "role": { "label": "Previously Reported [Member]", "documentation": "Represents amount as previously reported before adjustment for retrospective application of amendment to accounting standards, other change in accounting principle, correction of error, and other revision." } } }, "auth_ref": [ "r200", "r243", "r245", "r248", "r249", "r252", "r253", "r262", "r276", "r526", "r530", "r531", "r533", "r534", "r552", "r554", "r555", "r581", "r583", "r689", "r690", "r691", "r692", "r693", "r694", "r695", "r696", "r697", "r698", "r701", "r919", "r921", "r922", "r923", "r960", "r970", "r980", "r981", "r1053", "r1073", "r1074" ] }, "us-gaap_ScheduleOfAccountsNotesLoansAndFinancingReceivableTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAccountsNotesLoansAndFinancingReceivableTable", "presentation": [ "http://solunacomputing.com/role/ScheduleOfAccountsReceivableDetails" ], "lang": { "en-us": { "role": { "label": "Accounts and Financing Receivables [Table]", "documentation": "Disclosure of information about accounts and financing receivables. Includes, but is not limited to, amount of receivable and allowance for credit loss." } } }, "auth_ref": [ "r99", "r105", "r307", "r974" ] }, "us-gaap_ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock", "presentation": [ "http://solunacomputing.com/role/AccountsReceivableNetTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Accounts Receivable", "documentation": "Tabular disclosure of the various types of trade accounts and notes receivable and for each the gross carrying value, allowance, and net carrying value as of the balance sheet date. Presentation is categorized by current, noncurrent and unclassified receivables." } } }, "auth_ref": [ "r99", "r105" ] }, "us-gaap_ScheduleOfBusinessAcquisitionsByAcquisitionTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfBusinessAcquisitionsByAcquisitionTable", "presentation": [ "http://solunacomputing.com/role/AssetAcquisitionDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Schedule of Business Acquisitions, by Acquisition [Table]", "documentation": "Disclosure of information about business combination. 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These are debt arrangements that originally required repayment more than twelve months after issuance or greater than the normal operating cycle of the entity, if longer." } } }, "auth_ref": [ "r17", "r47", "r51", "r80", "r137", "r138", "r839", "r841", "r956", "r1067" ] }, "us-gaap_ScheduleOfDefinedBenefitPlansDisclosuresTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfDefinedBenefitPlansDisclosuresTable", "presentation": [ "http://solunacomputing.com/role/ProjectMarieDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfFinancingDebtDetails" ], "lang": { "en-us": { "role": { "label": "Defined Benefit Plan [Table]", "documentation": "Disclosure of information about individual defined benefit pension plan or other postretirement defined benefit plan. It may be appropriate to group certain similar plans. Also includes schedule for fair value of plan assets by major categories of plan assets by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets or liabilities (Level 1), Significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": [ "r12", "r55", "r56", "r57", "r58" ] }, "us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Basic and Diluted Per Share Computations for Continuing Operations", "documentation": "Tabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations." } } }, "auth_ref": [ "r963" ] }, "us-gaap_ScheduleOfEntityWideInformationRevenueFromExternalCustomersByProductsAndServicesTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEntityWideInformationRevenueFromExternalCustomersByProductsAndServicesTable", "presentation": [ "http://solunacomputing.com/role/ScheduleOfSegmentReportingInformationDetails" ], "lang": { "en-us": { "role": { "label": "Segment Reporting, Revenue from External Customer, Product and Service [Table]", "documentation": "Disclosure of information about revenue from external customer by product and service when not provided as part of reportable operating segment information." } } }, "auth_ref": [ "r38" ] }, "us-gaap_ScheduleOfEntityWideRevenueByMajorCustomersByReportingSegmentsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEntityWideRevenueByMajorCustomersByReportingSegmentsTable", "presentation": [ "http://solunacomputing.com/role/SegmentInformationDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Schedule of Revenue by Major Customers, by Reporting Segments [Table]", "documentation": "Disclosure of information about the extent of the entity's reliance on its major customers." } } }, "auth_ref": [ "r124" ] }, "srt_ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis", "presentation": [ "http://solunacomputing.com/role/AssetAcquisitionDetailsNarrative", "http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/NatureOfOperationsDetailsNarrative", "http://solunacomputing.com/role/VariableInterestEntityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Investment, Name [Axis]", "documentation": "Information by name of investment including named security. Excludes entity that is consolidated." } } }, "auth_ref": [ "r341", "r342", "r343", "r524", "r909", "r910", "r911", "r1044", "r1045", "r1046", "r1047" ] }, "us-gaap_ScheduleOfErrorCorrectionsAndPriorPeriodAdjustmentsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfErrorCorrectionsAndPriorPeriodAdjustmentsTextBlock", "presentation": [ "http://solunacomputing.com/role/BasisOfPresentationTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Error Corrections of Basic and Diluted EPS", "documentation": "Tabular disclosure of prior period adjustments to previously issued financial statements including (1) the effect of the correction on each financial statement line item and any per-share amounts affected for each prior period presented (2) the cumulative effect of the change on retained earnings or other appropriate components of equity or net assets in the statement of financial position, as of the beginning of the earliest period presented, and (3) the effect of the prior period adjustments (both gross and net of applicable income tax) on the net income of each prior period presented in the entity's annual report for the year in which the adjustments are made." } } }, "auth_ref": [ "r27", "r28", "r29" ] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": [ "http://solunacomputing.com/role/IncomeTaxesDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfIntangibleAssetsDetails" ], "lang": { "en-us": { "role": { "label": "Intangible Asset, Finite-Lived [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. Excludes indefinite-lived intangible asset." } } }, "auth_ref": [ "r364", "r371", "r374", "r375", "r377", "r648", "r816", "r836" ] }, "us-gaap_ScheduleOfIntangibleAssetsAndGoodwillTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfIntangibleAssetsAndGoodwillTableTextBlock", "presentation": [ "http://solunacomputing.com/role/IntangibleAssetsTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Intangible Assets", "documentation": "Tabular disclosure of goodwill and intangible assets, which may be broken down by segment or major class." } } }, "auth_ref": [ "r982", "r983" ] }, "us-gaap_ScheduleOfParticipatingMortgageLoansTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfParticipatingMortgageLoansTextBlock", "presentation": [ "http://solunacomputing.com/role/DebtTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Financing Debt", "documentation": "Tabular disclosure of the terms and amounts of participation in loan arrangements." } } }, "auth_ref": [ "r42" ] }, "us-gaap_ScheduleOfPropertyPlantAndEquipmentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfPropertyPlantAndEquipmentTable", "presentation": [ "http://solunacomputing.com/role/PropertyPlantAndEquipmentDetailsNarrative", "http://solunacomputing.com/role/ScheduleOfPlantAndEquipmentDetails" ], "lang": { "en-us": { "role": { "label": "Property, Plant and Equipment [Table]", "documentation": "Disclosure of information about physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation." } } }, "auth_ref": [ "r10", "r596" ] }, "us-gaap_ScheduleOfRelatedPartyTransactionsByRelatedPartyTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRelatedPartyTransactionsByRelatedPartyTable", "presentation": [ "http://solunacomputing.com/role/RelatedPartyTransactionsDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Related Party Transaction [Table]", "documentation": "Disclosure of information about related party transaction." } } }, "auth_ref": [ "r78", "r79", "r765", "r766", "r769" ] }, "SLNH_ScheduleOfSecuredNoteTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "ScheduleOfSecuredNoteTableTextBlock", "presentation": [ "http://solunacomputing.com/role/DebtTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Secured Note Financing", "documentation": "Schedule Of Secured Note [Table Text Block]" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfSegmentReportingInformationBySegmentTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfSegmentReportingInformationBySegmentTextBlock", "presentation": [ "http://solunacomputing.com/role/SegmentInformationTables" ], "lang": { "en-us": { "role": { "label": "Schedule of Segment Reporting Information", "documentation": "Tabular disclosure of the profit or loss and total assets for each reportable segment. An entity discloses certain information on each reportable segment if the amounts (a) are included in the measure of segment profit or loss reviewed by the chief operating decision maker or (b) are otherwise regularly provided to the chief operating decision maker, even if not included in that measure of segment profit or loss." } } }, "auth_ref": [ "r35", "r36", "r37" ] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": [ "http://solunacomputing.com/role/StockBasedCompensationDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table]", "documentation": "Disclosure of information about share-based payment arrangement." } } }, "auth_ref": [ "r460", "r471", "r473", "r474", "r475", "r476", "r477", "r478", "r479", "r480", "r481", "r482", "r483", "r484", "r485", "r486", "r487", "r488", "r489", "r490", "r491", "r492", "r493", "r494", "r495", "r496", "r497", "r498" ] }, "us-gaap_ScheduleOfShortTermDebtTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShortTermDebtTable", "presentation": [ "http://solunacomputing.com/role/ProjectMarieTables", "http://solunacomputing.com/role/ScheduleOfDebtDetails", "http://solunacomputing.com/role/ScheduleOfNavitasTermLoanDetails", "http://solunacomputing.com/role/ScheduleOfNavitasTermLoanDetailsParenthetical", "http://solunacomputing.com/role/ScheduleOfResultsOfProjectMarieDetails" ], "lang": { "en-us": { "role": { "label": "Short-Term Debt [Table]", "documentation": "Disclosure of information about short-term debt arrangement. Includes, but is not limited to, description of arrangement, lender, repayment term, weighted-average interest rate, borrowed amount, and description and amount of refinancing of short-term obligation when obligation is excluded from current liability." } } }, "auth_ref": [ "r87" ] }, "us-gaap_ScheduleOfStockByClassTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfStockByClassTable", "presentation": [ "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Stock, Class of Stock [Table]", "documentation": "Disclosure of information about stock by class. Includes, but is not limited to, common, convertible, and preferred
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stocks." } } }, "auth_ref": ["r45", "r46", "r47", "r48", "r49", "r51", "r135", "r137", "r138", "r139", "r214", "r215", "r216", "r279", "r437", "r438", "r439", "r441", "r444", "r449", "r451", "r703", "r704", "r705", "r706", "r843", "r908", "r952"] }, "us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock", "presentation": ["http://solunacomputing.com/role/IntangibleAssetsTables"], "lang": { "en-us": { "role": { "label": "Schedule of Amortization Expense of Intangible Assets", "documentation": "Tabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets." } } }, "auth_ref": ["r836", "r990"] }, "SLNH_ScrapAndOtherEquipmentMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "ScrapAndOtherEquipmentMember", "presentation": ["http://solunacomputing.com/role/PropertyPlantAndEquipmentDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Scrap and Other Equipment [Member]", "documentation": "Scrap And Other Equipment [Member]" } } }, "auth_ref": [ ] }, "SLNH_Sec9.0SeriesCumulativePerpetualPreferredStockParValue0.001PerShareMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "Sec9.0SeriesCumulativePerpetualPreferredStockParValue0.001PerShareMember", "presentation": ["http://solunacomputing.com/role/Cover"], "lang": { "en-us": { "role": { "label": "9.0% Series A Cumulative Perpetual Preferred Stock, par value $0.001 per share", "documentation": "9.0% Series A Cumulative Perpetual Preferred Stock, par value $0.001 per share." } } }, "auth_ref": [ ] }, "SLNH_SecuredNoteFinancingMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "SecuredNoteFinancingMember", "presentation": ["http://solunacomputing.com/role/ScheduleOfNavitasTermLoanDetailsParenthetical"], "lang": { "en-us": { "role": { "label": "Secured Note Financing [Member]", "documentation": "Secured Note Financing [Member]" } } }, "auth_ref": [ ] }, "SLNH_SecuritiesPurchaseAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "SecuritiesPurchaseAgreementMember", "presentation": ["http://solunacomputing.com/role/DebtDetailsNarrative", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Securities Purchase Agreement [Member]", "documentation": "Securities Purchase Agreement [Member]" } } }, "auth_ref": [ ] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://solunacomputing.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r889"] }, "dei_Security12gTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12gTitle", "presentation": ["http://solunacomputing.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Title of 12(g) Security", "documentation": "Title of a 12(g) registered security." } } }, "auth_ref": ["r893"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": ["http://solunacomputing.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": ["r892"] }, "dei_SecurityReportingObligation": { "xbrltype": "securityReportingObligationItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityReportingObligation", "presentation": ["http://solunacomputing.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Security Reporting Obligation", "documentation": "15(d), indicating whether the security has a reporting obligation under that section of the Exchange Act." } } }, "auth_ref": ["r898"] }, "us-gaap_SegmentReportingAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingAbstract", "lang": { "en-us": { "role": { "label": "Segment Reporting [Abstract]" } } }, "auth_ref": [ ] }, "us-gaap_SegmentReportingDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SegmentReportingDisclosureTextBlock", "presentation": ["http://solunacomputing.com/role/SegmentInformation"], "lang": { "en-us": { "role": { "label": "Segment Information", "documentation": "The entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments." } } }, "auth_ref": ["r167", "r277", "r281", "r282", "r283", "r284", "r285", "r291", "r292", "r293", "r296", "r297", "r298", "r299", "r300", "r301", "r302", "r304", "r825", "r826", "r827", "r828", "r830", "r831", "r832"] }, "us-gaap_SellingGeneralAndAdministrativeExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SellingGeneralAndAdministrativeExpense", "crdr": "debit", "calculation": { "http://solunacomputing.com/role/StatementsOfOperations": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://solunacomputing.com/role/StatementsOfOperations"], "lang": { "en-us": { "role": { "totalLabel": "Total general and administrative expenses", "label": "Selling, General and Administrative Expense", "documentation": "The aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc." } } }, "auth_ref": ["r111"] }, "SLNH_SeriesAPreferredRestrictedStockMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "SeriesAPreferredRestrictedStockMember", "presentation": ["http://solunacomputing.com/role/StockBasedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Series A Preferred Restricted Stock [Member]" } } }, "auth_ref": [ ] }, "us-gaap_SeriesAPreferredStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SeriesAPreferredStockMember", "presentation": ["http://solunacomputing.com/role/BalanceSheets", "http://solunacomputing.com/role/BalanceSheetsParenthetical", "http://solunacomputing.com/role/StatementsOfChangesInEquity", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Series A Preferred Stock [Member]", "documentation": "Series A preferred stock." } } }, "auth_ref": ["r941", "r942", "r1014"] }, "SLNH_SeriesBPreferredDividendInAccruedExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "SeriesBPreferredDividendInAccruedExpense", "crdr": "credit", "presentation": ["http://solunacomputing.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Series B preferred dividend in accrued expense", "documentation": "Series B preferred dividend in accrued expense." } } }, "auth_ref": [ ] }, "us-gaap_SeriesBPreferredStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SeriesBPreferredStockMember", "presentation": ["http://solunacomputing.com/role/BalanceSheets", "http://solunacomputing.com/role/BalanceSheetsParenthetical", "http://solunacomputing.com/role/BasisOfPresentationDetailsNarrative", "http://solunacomputing.com/role/StatementsOfChangesInEquity", "http://solunacomputing.com/role/StockholdersEquityDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Series B Preferred Stock [Member]", "documentation": "Series B preferred stock." } } }, "auth_ref": ["r941", "r942", "r1014"] }, "SLNH_SettlementAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "SettlementAgreementMember", "presentation": ["http://solunacomputing.com/role/ProjectMarieDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Settlement Agreement [Member]", "documentation": "Settlement Agreement [Member]" } } }, "auth_ref": [ ] }, "us-gaap_SettlementLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SettlementLiabilitiesCurrent", "crdr": "credit", "presentation": ["http://solunacomputing.com/role/CommitmentsAndContingenciesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Litigation accrual", "documentation": "Amounts payable for money transfers, money orders, and consumer payment service arrangements. 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That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period." } } }, "auth_ref": [ ] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum", "presentation": ["http://solunacomputing.com/role/ScheduleOfFairValueAssumptionsForWarrantsIssuedDetails"], "lang": { "en-us": { "role": { "label": "Volatility rate minimum", "documentation": "The estimated measure of the minimum percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. 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A controlling financial interest is determined based on both: (a) the entity's power to direct activities of the VIE that most significantly impact the VIE's economic performance and (b) the entity's obligation to absorb losses of the VIE that could potentially be significant to the VIE or the right to receive benefits from the VIE that could potentially be significant to the VIE. VIEs of which the entity is the primary beneficiary are included in the consolidated financial statements of the entity." } } }, "auth_ref": [ "r72", "r537", "r538", "r541", "r542" ] }, "SLNH_WarrantConsiderationInRelationToConvertibleNotesAndRevaluation": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "WarrantConsiderationInRelationToConvertibleNotesAndRevaluation", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "label": "Warrant consideration in relation to convertible notes and revaluation of warrant liability", "documentation": "Warrant consideration in relation to convertible notes and revaluation." } } }, "auth_ref": [] }, "SLNH_WarrantConsiderationInRelationToSolunaCloud": { "xbrltype": "monetaryItemType", "nsuri": "http://solunacomputing.com/20240630", "localname": "WarrantConsiderationInRelationToSolunaCloud", "crdr": "credit", "presentation": [ "http://solunacomputing.com/role/StatementsOfCashFlows" ], "lang": { "en-us": { "role": { "label": "Warrant consideration in relation to Soluna Cloud", "documentation": "Warrant consideration in relation to soluna cloud." } } }, "auth_ref": [] }, "us-gaap_WarrantExercisePriceDecrease": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "WarrantExercisePriceDecrease", "presentation": [ "http://solunacomputing.com/role/DebtDetailsNarrative" ], "lang": { "en-us": { "role": { "label": "Warrant exercise price decrease", "documentation": "Per share decrease in exercise price of warrant. 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CJ"-OO)A/C2^FX9CAU<9W/<*(0^$*R,&=A!E3N!&O&(\VQ$;>KB M=,;GU!!V3?_0#O *YBSATS!2\M?=H8*L@IH9,[?,NQ_N;<3X)CE3$K27)&E6 MN]ZG4A;_[[W6X9- O(,..]1J;1_&CS01\QJ,XOQ.I&VW2.)A#A/5"\I*]?O_$64[+>.ZG2Z-=Q?6T8^T%D@GEH\"0C+OO@_T6@75'%C*;&0_")IAJ6[?"^P^.M1Q7ZSA.ER3YA;1)APH(MWHK^5XGWJ%^P%/ 5YRMOI XXLVV">+0BS,.TS=1T"?5(P0O&G,) ?/[+2AO1 M8<^_1^,?,9.JWMI6%U>8FAC:7PM5XBE\7 N'U?]QLMCW)M#7$2I=9E-#I79SM((Z GMDZ@I/P@'1.G<57\IO#'3$E8 M]=9BP5GK426IQ!Z'JHMS\8\4YS]-TYAS-4R69(_KM>7=&$O-(KWS@ 7\7.$Z-M7CPV&0HY)0[8?#\GVW_^@(ID"P5W^=XM?P\5;2%0\+<8%HH_[[&(3-5],B#YM;ATX7D0%,TAOE\23D/71E\SP(+ M9&B">ZF,A:,YYF<52QL8C/ZML4.A+DHV-F_+-ZH^D-.?ZL[1.CP7B)$M0>. MB*A4(1^QJO5WC?G.75-?M/-ELE0E+%)^ZEFR^C-RI*(G0_8J4XA(W@=XAR6/ MYL7P85Y-1VB-Y9-7-%P? L2LX<'KN6U-AYF5?9MVYCY2+1'95, M'EP:A\L,FEF3+]VN@K&[NX"@^%$_HIE*\LC;>]MI#*<=,.9U5*=X,)S/ $ M, ^5ENV02F71LLRJQ#)1M52Q[',*C>&&*&#OKB,J$U! =*R!O3;ZNF,58NH9< M0$(.:\MRPU%S\'L. ?(PTXAQ^V-0:IDGTY1[.KBU@S(T!$MA3$?@0[RDUX,S M !0PWH:N6^/S/1H/!@?U6N:@B4OCB-L!,0CQ!1=,* 51,,4EDPA%#XNF M/V5[_^'? 9B96<9YUBUV2BQL\X&>Q=P&J_FQ!?[Y(5.I,XPM ?4XVVE&YIVC MHD88QZZJ52WFI1(Y*$[Q@ O0G5VE69!''#A)B*]C&'G:QS=AE1^N!!YL*ZG; M2NJZ5U(WU;>N'!( )#1 D#U $+7>$&BSLXZ4Y2^B%^L)/80)BOUQ>*<5M?"7 ME.7384IY.0 #*C.9R(4C"K #46I1&5 R'K0-**F#*I^7Y.L '>JU1V*Q08Q M.$INAN+^5 ^N-U*E 'XIW/DF'.9Z. <$AU/4]$(F"P0^529]O< Z32\.AZ]CO M0,.0A117F42>D63N4Q=DM:R<)(U(3Q_(8Q!^3G224EF8_=BNE%_$X?$<%A75 M<:=OV>V897?!LO,KJ>3O("D;E11F !#9Y>3YU@^,B@U<0C4VB>9X&%SQ3$33 M&JP>5;H2Y[R*R^31/1O?5'[V"1 MSYS/^'HHM^'+"4/AQH^\ MUM2=I;'JK41PZ'D-J 8CN?G8UJ8;\ $?R.S#H=,/[FPA:5] M"AP -0"KD%UI=A'.906*,W=.8]TP3C8T..TY-7)DN>'R?-796$O99)MN7S2 MK1BLUKL<[AWRB?]D<.*AS?C>'HF_IY&.?5WD'C#^QE5XJ,2J8FNWUW=C7TW_ MW)N:K#RFY Z^56ZD(7< ?:&)OH[I(G]^LSXS[1)'Q6W*2=M*$^XK#^J8GSS MAJ8QGSM;[V9V^YWJ'+.D+#WX,)OSHEF:MK,LD+=Y0JF?N/X7VM!'$_UJO1'1 M$]F1L@ W(4^@0T_#D?!(+#(*(%WTLYTM$M[$._&C= [Z&GC_UR7T[(CB$"8D M=<]5H9,&P+DQGAP"09#@<(^_R"A"?2AU8,TIH[_7\H&Q-44_N(HSHJG!$E51FDW%4^_B(KE>.1:USB>32321[3UQ-9_;Z2WY5 MG(8P)QD>64?> (X(P=LWRD6T.>>R+ ^] ,#LO;Q^NVYX')(3[.KC:Z[<.*TI MXL*TSZQIOY\=X&*Q^PS"V3".9P1VE/#?^,SE^B%>(;,LOQA%6>XR#6W 2^UQ MGQYU+X>47=63"K,1#? PF6QI^_)H+.%UL\S22BTJ"1!C_9= MI>S/5D3^9]'!*UL")B.C(I*)(]&A1H_(A-H3?2PLN4%O64R?6PO^#EZ'+R 7 MQ34"KY@75"CG;VQ;KAOLJP'B%U$S ,1K)+U88R_.I$YU'#L14SE5KLE [%V= MO^6KA-+F!*K3YWA(TG_EI(I[;JF#^5F+%B#\";.D7] <%*2-.8@) -7PRU M[>U+9X22*3]0ZOY)3'>$Z#,%[.FU@W(.N[LEU5EO+.UO*DJ\XR_@8+9XV*Q M$A2*SQ6;M8.;'0PM%(U3S^, (G$I@PT3TM]1L3O<5NRV%;L-J-@]M]+:NN=. MNA?UVH?NX*+3[PO^.K'+M]7O7,+&_H[IKGA%F0=.OK10;JYD)$8ZHIZ6(<+S M+..Z^F3+^K'TP6+'JLS%XW=9T7ZBX$LM"=D$LB9GET3CQ8\O#![FN[2%PU^] M7>'FX#PCZ_>2T^ @JMG-7?!E\O@.27<7,+L'MH&>@DV'+L2V@YE\E2AFV5=R,$9PTY M]M281E2^EG\#$,R:G_!,/52W%;&UG#*9XM3>_R_W^P);"N%N)N(>Y*.M-.OJX<^R.KF9?UK>'EWT?^6M6_0]16/NV"[_#>9&_B?.=OU?*NB"N;X)^QF(+4CZ'/43+42XIHS4@_+$F0+ MRHA&RP!#_SWJ!4NF'LJ;&NXIJY:\R/W6-3R/@<L>/R"4S>J"1T3&)]9_1)(U5-MA-[E<8$8T05[$FD-73CEBQG722AB&_*6@_Z7@(B@WP+*X]$Q+IE,.0WYN>4T*

*M7S6<1[.1)\;8K5000&>ATLCD.5*MX(K$/O)\(&]<,B3$Y5]H#D+#'$;_9_B MA"7DQE=I8,RT$21UC+!0;^2R,5O9\((0@U1*PD5=\3^]]1+@](A\Z]=F[']F MA(H2!&*]'?6"4MEPDWD WXS>^_^+ZS[CX"]>3.U\S/-TBA"!0/=$S"1]F.G+ M@8.32OXIYE%"K[P0"8&:WX0MC"&H5@O(UNS ~M,6I;"-0OT^7-M7%:-#Z.#=DESV(&DA>Q!'()<9)'X3&/R/FGH4"22ZP-D6I7 M=)BK2TR4D!"SE6-9X*$O&$MBY ;R66F?X29N_3S;2R5,)AN?F_^3&\(QP>E M+W9F+YDHU\R^P)0*C?2X$,PG%'&[''$NP3P0,H'VH) ^MOZ(Y6;3%1J&,;F533_C!?AW!,0[-A M-N? C"R8D&,V89'$;PU.'6>ZER:RP*K?$?G"_U?GP^,_)AA/H$*#+9?3*U4P+9UMDH*3,)6R]N'?+A5X_O6^Y R2PACE/P(Y\$ N,]CH=Z?7VGMMT?OM^@N2'"*OJ)AAIL$ MUU=M78F9)33W#E!#B9+"1QC33M<=0&_@NN-.OS\|>_.ZUJC9]Y-QI[=YOUYC M/9^'5F%Q@E@VKXYP&_)-2,(U?OF2M-/SS1SHL49X3&Y4BT:XKFO) SNB?YMO MYI,;^L.T3_>LS^F!I,)GU,\75#7#W/6B/N.!TH@PMOK-4^)5WLER4^2,LD)6 MR0Q1LDMWMJYKV%H[.]V,UO]N8.X9_ZLD]5D]Y]CP[0M\@32UC56V1/GV PEW M%HNG_1RLWHC4?\;ZOUNG18)\3WMD9@ZXMZX4E6.'ETUF%*8Y> <)Q>DQINQ MH32B/BD^WKRRE@&_2Y_R2QV%>4-.,OY,=.[WQ!+C_#E74,L$W5*.HQ"[VZN M#F_%]%^9Z+=76SO:/"+;G+$%OYTX]Z>L_...(O<&;RJ,+"U'OLR+=2E90&%H M'UMTZ2%^K]P^TGJQ)%EQ9WN?;YT1TZ54>]?=?UB,?[PV*FE4?)K&F(S<=V>= MS7F'#%YO=#!^.QWT1L[-ZO$I&FI7,=YGV7W75P,*1)U=},C;&LI0/4+I#/"[M"B/HB/ MX=F,#.#FP/E3-U*9]-W!VO%B5'T;.+.K(';\V%40)65%<7?$RO^S#/=]K'A[MG+1:L:=4C8+UU[S<[-L&S_M*%Q.NH/6BV\/5/]A&MY^3;AW!**+9?3!$ER5F M=VSZ_QR=?OAGGA\,T'WZ<,7LU];H1]G^:!5!+ P04 "I?0Y92D.1.#8 / M ##:0 # &5X,3 M,3 S+TZ]=U=6W,:N1)^IXK_H.:JDW*[)\#6,/-BL MJ\#&"7L(^ !>U]:I?1 S I0,HUG C GY]:>(]LPN2$'1U&"1O*F8A95\Q97\UX6#,7:FP@M!SOP$ 8>N7&S;B>R/"$PX%NV@UA_5F MGU;.LY/L\5?"AS1.Y'AA+\K0%TCR,Q4V.6P"!V?%P?7%^=A7[] '\RGR_PWF]IL*BQXV/C7]@N/?)00;Q2"5R89RQ@P7XQE"$_$4Q$;,I!_W"/ MS00/@;L8C$2 #7%XM2,6JI #!_K14+I-$!,7(},YV*]M2]MQH"""7K7B D4EMM:"0=@NXQMJA MMU^("9[2D<*UIL+LV7=@*ERD]S^,B]X,.(;(<\XN4[@_>Y*]P\0<8F*IZJ5 M!P>ZF@D3I7":3'D*AM<)A\C0@#C@PQV&5?0*P,)'^!'KU[OOX[6"CXW?44H,?PTCH7C M#@_%UYRN]5D'J M"[#&?WX'(.3+=,9N59#PB6 >'P7,(YK-)L, (Z[5.W%75T19V/,S=CMEEJK'!C^9,(41Y(EYRNY6V MIEP#N4=\$EZ.H U$"""D5PMFQU-12"< Z M,[%[-W8?8K38>L\3"\D/3V./G,?ZK.M^.P!IK#%L]H#+VA]\.? 3[C>ZPW1JP-M34AN/[@&,&VL+9,.M4YR52L.B8(3XZS2+#8D#001)'7 0@=2RHJ"G@"KI?.2.2D=,Z$%*"X.>=]=_ 8R+LV1*.#= Q5(H!" T#'N M&-M&X"F2VY7 RD2$0Q.@6L$M:$)&@8GDN)HPJ\SEB M@B? 5W'GD[L[[@"1 =U6. !$".HAM ^1-PSQY9 M'J//TT99^ !O_\)[R(PAH8WL18NR>V4+ "F.*GE#TW9F@H@EAR1!,0,%&/""9 M8[%^P[(,-79-M,(ZK6Q_+J?&V^"1Z1VCH1O0\9EMDS_P(1K M8G#K5D]*DB6W^L6\#)7UX=XCZI(>P,]3=L.QY;'2Q69\@0[&S:M4-0/7I&E) M02R#]A\)?P\\A(!1ZF[404R$(8HP"UX3\.][?A$<(UZ#_+,{TOGW656Q_!AJ M"_ND[6K6 MR0(1!S(%CV$]EJLN3GK]E;ZK^.ER+F]T=-TZJU'637YM.I[3 MP4+T!4*1 M6(&X%C]>"'14H8V)Z3^4_EBMX :6)%'YT.4K?I M=W55N*A=+O9> (3Z"@F:L4JEZ/I[&!%GF$2R!K43])EBO>XF$ $"96 M=[*P71\/2I*E!?&&G>.!#2BN((ZM1A$VQ&==<'HA)!}3,.&:FK.X1Y$M'Q-' M8 L[]X$!EH+7V\.CYNE$3K'W*/^M@!^]V9QG>KI0UG%9]KJW:.PU@*H[,8=4*'7]X *]2 /F\ MN_M_Z_S2\?.HTF,+53K>'E5Z/D>5 B8@KTV0=K=:N6D/NZW!@-'KB[W+VEVG M? N@[&\Q@H2PK";N; K=\$<2XOAB.^^AV-U?=X[777+B8UPA[_=)NMHO/WZ&$ MI?C_FA+L^O6R_L ,S7]?:S 9%>K] OW<.*SKX [XFKXU%,(IRL MS<7)/8OG 37$1B^IOT^22HZU4OQ-34,V3$,9JW!CU3;$][W6][?SR]I[&JNL? M(?GC-+,ZU-YZ,UX!3[5:Z\933]RR&>4LCX]+ ,U.M?=1OZ%P[WW5]?#UGCO MIX5"&^TS6T#UU/3Z2("]*0+YF4LM-E9QCP&I6BLAE>T+,WS7;CTS_H/MOU6; M*_*\]V[36N6I=[^<@LP^V()=P!UQ5<>[%XHK9+I@AV__+-^T%[S6QX_>"/P M5>&+##H\3G[Z?<'M##M66OP?R=X#_ "1/E)_K/F_X/4$L#!!0 (^E]#EDX MR=^S/@<\ !]P , 97@Q, "TQ,#0N:'1M[1W,;,AI)AV)?ZBU=B.,PIBN MR[E?]O-M\ W%R?U6O-MIW4&GPS .PZ[PXO.27/?2<+=2?^[>=1 ?^]+ H^,B#9ZN:R] M='[=&JO8'K&7!XEE0SD3AO7$G%V!&8\[D*###826XRV8"%,OOW7>,9MQ/9'Q M$<.A!ULG+.^*128Z;^Y=+"UKQV>[R2$Y@]):3J3UFW[U'\ 2D\WDJ1]+"[+\V7 M!Z^,^ZN?]WO#\BJ[8SZ3T>+H:.^O06"/_%&[,@AJXX,.!>,S*U Q$ M;(5 ^2*B!OJW!H/M;[UVG-ZS7^N>L\^_K[B7^'S<'UY4D< M-O?QDX5\@??^F4:+!CL\.'S-MFGN3UD0+,0-$FOO7)R\T7=YI M,!A#G]AO29C]JAHP7@"":=;NL#+5-3*P+5 MJ-?\.F# -#GQ_N[&*WR%2#RU1R)NW MC:M.:P 68+5Q:*O.#.R MV7,*+\ PV&#E M&$\+O2%CBFZ@]4=+,f (Q8)8Z$6"-1$(R+!5"S(,[(@2_#3A6=&R5Z_CC_S)G M]['.@RU;OR^]M,M(U0P4DIM?_)(R1+DY M[U]U7$4(^9=P,26LABX1Q (_L'*#(3=ZN[&*P.*8HV=!AR=;9&A=#;OMBTZ] MUGVBI86B,/D4$7A6@*

[AV\]&[N?W3D[W"4V2&@'Z,>WN)QE?< M1'&KP<9@8^HU'!%$@FM<'[>)I(AA^2#B03!S# G^D2"R8>,SZ",+)'.%&GF?'[#WFJC";[>[ZOG/S MK/L^@])ANCM2UJK9$? LEL<=LI#2DQ/FUTX@'G)C+O3= #,B&0*BP],H18>U M.Q<7EZVSLV[OMU'^W#K;H]^RU@%$)3PO $OV[1BRL·!.$>F#'ZP2 MO>%5MLI:@(@3'%&'IJN2*E\B,:899ZN:U=)^-@OO-/>'9_C/%? Z#U(%/H/,*BD^TX)]V1V*L-*R= M$!I]&P KXD$A *4ERCLC1(ZA:]8L_X&%T4<.V1YJU';5N;S]#"!H:PV[_=X M,LW>&?O0NKIJ]8;=SN")8O7LJNVY3SW$B.Y*)\!"+P5[4.'(!U >NP;U2G@=! M5M'9KOA.G4UT<^9NCJD6"U;54:G&<,2V6SOY8O6:..AF;\0""UT3I5P?Z09H M$_K(T==6J['8,7$B^R),!&N9SD8N.L!BPACTIG2=@(&#>-$:WDP),\.F6\2 MB9 N!U@F,CCRX0(_"DI(4AE/@&$K&]X%CYB%F/M PB38)? #TGCA ,>KK1K M?(EO"^K]+X1E9>H 3O@"JW=ND^W3G7(O4+\ M,3 S+TZU#P7@!2.*PX(. +>BRK+ ME>KG&[H\24R6M/3P&[2T$@,[E>V 8)>'./(F[*IX^1:JKM>\R#A) YIF2XO= MBC" %A!$3WB,)V -3I_ADO@L#?5J73KH%-Y8[NK<15\DXG.3Y9$?4RU-*#U5 MX*)2ERA""Z&.C%,LKJNY<(3@J9TJC7WG(@% [8_DC1^1" WAT(RV4" @LJ=P M!@4!@432H*3VEA,"DLQEUHQ%,.@?QPVFU;,DHAZUU3-+R]QC'I-N#EHJ%GO MX5F4 4)#A=.ES0]?+<$Q%04@&4WNAL9SF!KY(SQE1?SQ-/K3@8NV,A9@) W7 MBP]- P7ZX56G[4)'Y(A'!A@; ,^1+D4)NF+/(?*EG=T:+9,)%THJTFB%0@% 1A# MSHY'G.,23LSL3A00A5(MW-IIB4+CTWTGB4 O S#! 1B(G:],D2R7D.H'%,U MPD,&<O^5A "^W$B%A,&OF. -%(%S% [@B9 (BNM^(@C U <9)& HP%)1< M!& FP>_=' +L+),T89_3,,) 20\X/8QC8 L$C,2K)'.*S%'B)ID[65++O (#;T&W7))*> -5KF6,"(<9=I5,X MP%'2@[@$@'V=9 %#12O*3.6I2;% (QY[V]6#MYDDY6D/O)1AC MG.Y$8H(G7YRGIQ. &5"Y,CH+T # ^@F($ ETD$?8B24DZC7P(!FD,H0 Q / M.A@'DSYCK0?M5786!8#9ECMLQ.-/.DULL" .07YY $''' EE!6 /@ 025C OM,$VF2^)'>- RVQ) F8A8..R) M)%K&@4PB9)1F]!R8;A P+L&\0V'K8O5MC .(,$8I.MD.H3)'L^%03]$CPN MT#(R]=X&$>..!T(0T67L=P5 H'%8UIV4 G=X#%G%:OT[_>(]SKH#GE8/05IH# 5;=VQ,787:=AT23BT:MXC]7 M?(L$ M8RIPESA+QL[GN22Q1%0?[10+FB_H1D:[LS*IJTG@Y@H*Q&3+ ?<_2=,&"F M0A"K9?2-0B^*<,0C'B4#X,HDQA[8T\E/<((C\SO"A"!2D*LNZ"R4@EPC8R>; MI38%0+)V# $.Y!%<(=ZGX,I1P4>Z11Q;B7 QD2X"U?2 ^Q,::P)3 T?Q6O7*$@WL&CCL! K69++ 25H7@#$1OQ MB.(EGS24V)RM1&TZ"""4J4> 7XMKTAV1(H'=G6OGXAO[85*\ -]0*NWQ,#=]0 MY.X6R^&FF *@W93#33?EKQS%'!RR3FSQO%OI80$,9(95OE?=5LET@=IDAIYF M\^5'%9S)W082FLA39L5+Z36[2I* Z&L-5 LC)N2H%G9^KF&[.UJ18[1"A<"8'X 7=|<\G^L M\JT4L1E? H(!Q]VA8PR46TE5AP98E$0W#WS'$TO0(<,FF@A%$&P6B"9,2/24* M0R@"1_E,?"E]>PS<^YS@<:LM_$A?PLVD-PM=S8HLKXA)\P>@TYB*.N)S$LE M6DPKC*!'.C VS.%TNI,#FNG) F-C! J&,.1K3!9DO,W[#=]-2 O+_C\;JOI MNA.^:0)5MG7JBZI+*8Q{U.^)^;*65<+++PXLU1+.&!/3O2G^]UW"""2BV;D.3D MV;8B"0ZF]+A(N6.!DV'%<.V8"""BC-M52P#4 ZL0.VDJ-9>"MCR%S<05* [,XQ69FZ+?2ZI3%.'N!'BC*6O6K/C/ !;F WV)6MURB(/W]6I3CWK0>M2KYUB(^H:'MFY[[]=3>ERLVZO7 M/G2'O>.O?U4L.&>V\.5]0!QPXR?!N*@?W'=.Q7OI_N[P>==M!] M>B? 5NO(HM[MO*#+Z(?SZ,A#7'L+7CPWB.HG.FC+C(<$ZA3EW O6UC.G^,\'= MR,U/EQO*^=9'^@_U31FPS261L4,9GXC6$ \)FV=N-D^[V^8N %8ZG7-H#/ M<]Q.9Y/CK@U7-BJR1LSP.2Z]],US};[; [@S6.KW]2[U0-05K(Q>,W'4C-W^E MW/541()+K78L//9Z^=6[)7W _^K!;GYFS++6=;FMV3Y>,M^8M]L@<>BK?) M,)\K)>QTP0YWFOO=DT<^ ?.C> '2W$9C7!;?>77!C ^=@L![9#2]_S*DW@8 MZ@>>[WQ\L/?Q# R=T% .\PS\ ^#)02P,$% @ *7T.61MQ_' S? .!X% M P !E> #$P+3$P 2YH=&WLO?ESVTB6/ B(!O0 Y'JC*Z0*BK;D]IV>Y>6 MY+)F9$LC2E73.]WQC220)+,, BP;W[MO<] [!^GR\^G[[:UWGXY,1 .!?@?][=WER>7K\ MU3 B]\^]1\ >[#V=$ 1/OR M'Z?'2W 2C<+TC=A DS%I1ZH'Q1 ^(B&LBPP1\T1%O%NOL$?@@ /;> 2]6W M=$\&NA>^$9X*4Q6 %? <=ZZT8R+BGP[TT&KX1+C[H!.E.32@SYZ\? 2Q[ME M<%^O>C-JT;G9QJ\;63>?+ ^[!"3# ^^>XH#PHZU\H4.NU$\D*F.0M&7B>@H%8IHH ,4 MONS&T4"D?9T(Q1<'OO9DEB@!? X5/8>O[8D?OBC!*84VPVUH&0H8^? B21EWX ML1+I. A_]&4J+E1/)VDLPU1XL#R8= P+V=["7T@OS600C$0.*YDF N8RC/4U M##'JB6'A1V.59RZ IVIG7=Y,LK@#FI$?>Q*_Z(S$3X'_5Q.]_=^?? _[Y7S_% M]'=XH+2DYIH1P.A,%C-D]2AF"FDL7<._ G\FVA?'/[]B?]V_VP/&.C >?9L MO_GGL/=MXO__[D_WOSSX G!R_$V?GQ1>ORY.Q+ ^Y_'1[^U+O[Y(!?1NOKM MJGWYSW849*$4GZ+ UV$/7G82>O+@WPB9)1F]!R8;A P+L&\0V'K8O5MC .(,$8I.MD.H3)'L^%03]$CPN MT#(R]=X&$>..!T(0T67L=P5 H'%8UIH_

*<>SBV,"#SK[2$]\.OGMDS@_OH#//[>^' (; M/_M\?G5Y+';@!NR*UI:^V96T/CW7:C=L7'B[//-) 6^?GIR2'] M_/Q'Z?'EY<"9,A_M2Z.X$VPB/.+$Y@\ _/7D\A_P@],E]E;K\/#X_/+X2, N M70A"%\6W'>\V[4+ONLSM3ZW34]@8<81W&K;M#+,@R\>3B\\'H]:6\,:ID/2 M9C9!5[QZ?R?[/KE6@1M3)WT.$^,+^C$/F9-2GC?1I0T/(^%:7C-@UL X,;Q M"A< 2_X !%_S_@GU:I:=, "_D_"^) <7LP>Z(AZ2M6?A?TK@>`,Z\#T\V2WZ< MA[8%7@ GP#SOV>)*99Y*54 V9[]0VK%#1EZA0L%^4Z@_P)*#_(G/[5:Q F'& MC F5)@8ACIG M" ($PVU1,9]25'\K08%RZ[,0:8K `#LS9L^ (@O1VP)AC"HBB>&;A0[IE:S MM]ET5!#=[#;SFBU'7'X.GO26$7C(%+(!'P#^.5I?CSO%[G\E9MH5>K5HIS)U M13Y_1/%7- -.YVH0N#%P"*D1,4^GU<0,28954L8^7JH@LU3{[X\=O#)?VZ,*=_MQ7+<0A%3^4M!D%PZA.F:.B2'KU6NI9QM%COE&ERJXSW[@Q&'#"K50&I"};2O MI1I.Y<"R;-T0 @NZ:V).?K:Y #5F84#X@7G9W4195+Y=$R[J1> X/VN^KD5O M+7IG/{Q.Y44O]A\&(30[VR(LG1SVV7$L(\((IR\0*D]WM<<"[0Z1K<*>["G; M7V:&B<0D9M.<<_.P6,MM4U!+>^[FA< M#T)O@P+2<%YNZ4 =6+3Q&TD XP$9 _8%M&V*_!.6!EJ9"TFY+K2F>93I%U ALMUA\IC),@,$GL+_ PI&0:Q.0D64ZOIG51>/;\I43>G[EA=[L+M35$W9WFIHW?4)P3.P,*IZ M"!S'4C!E/IA=]"P:-]$/[L=;>&7QG;&2C/Q$3)N\NF.<^RT#T6K[,Y+@C7QS M9G2!%7:R]GBM,5SP@..*1^@,.3[_189K5Q@=O#.,!99P:R'A,@T2/BBI<]ZW MC-U#+<_#'A;&%S0;<\4K.E 2(,\=EW6*_%TN2LDO73{[K772FF)GBBU4D6*M MJO) F@6]-%%WDFD>;Z< 11X-F.+1G='@/F&]6%V;R+%$+WD7QD\,!1>0#HO. M.T<).R^"&3U6)9^U_*K09:4\Y7.SCNL)UX+%9)[^; Y_F4]UMOFX M=9'&;OPR8[Z"$3TR)]_UORS&OSS5D=V!?GC8<0M]&9,=_^&^)Y]E:(*T^WRL,=" U=.C"RI70++U]#7A(@+>1A>H M_^U2WBPOO5>)^. [*]U^K2O=YE[!]FM=Z,8QU%,+P240@FH A>",,1_V#Z#R M.2GU9!ZV!_6X%\L!2S]G>7O 25*<)BX\">(TGZ44);"S ;T:F/A 0.H&<"T MP^M6G@$46C_]$,XDJDL%@8,QY5:.<)[+%-D.0ZY+2BR.0U]<@;*(.1S+1=R(9%O S4;"N;7+SFKAVR&?4D>GKO14 MSADWLER%@U?B=QS<_R4V>OP2K:,^ECJ3OWA@?))8">FB1S(=2)F#:L7RJ{W M2@S7F7OK3YY_5I0|? {Q$LFB0/VKRK,7F&M/EURK19.XE'X0EVMZ3!BN MO@9,,,/BZ)M^J1+4A0RSY2M/1(O9 M[=RD#[8K"56$=]*A%\68ATK-T <=WNOQ70_2BR)^1.>$[$U=QA4/]UK[\%_*[!/AR(&,S!?B@ M"YLNZ.2K.&' \(PV ME4PF/4GW"? Q%,.3AM <8V>!C0="Z(LF.&=%"L)VA#P*:H15_^&#KLI0)P_M^*\/RE>? *R%$*]T^&<6C\G]5#F<,7P!'X!&!,^!:N3+@>$-BGN;\R54+,:|"G"O/!W03V8LE) (,^&$NLPB8"<9U&D=! M R;453 5LFI%,DK (,=4TQLEAU$8CW8-G)6;)QO3>#!V1V=$L38OHPI7V% ^" M)80M,;B53QG%YLE%@Z? (3M)L1*P".?GT '=*$QC-6N9;(*&389L2PK&5YL' M$NN!.%? 1$(/_IIS_0@VS#@A%0E3IZU#2&)^E)[.-$CZU!KW&4F=8S3#!I_/C M!}.3M540W%9,1NP->180\2=U$Z@T!9W8^XIH^<>8:3<$F]G6G#V">K*.6->#_M6/],(W/W)&1LB1]ID3"- ,NTW1L/@VL_O@'&8U'B)0)7$##F9F)@8,VR">*H,> M#%5<" ")U2#)\35%.*$]/Y0B"R$]"WU//4Z23*.[3N7UFVAN+,_D(!7C5Y8 MDVU-MM,.+ZD.V;X5M[J2&"!)FR0T$ /@A1K.W:[$@^H> M@0X ?T.X.]W+XC'Y?ZWE[#CZ=D?2O:]Q0:RA=CVB^<-N8IPP"B' MTM/8$V<(>W8ZD>E.X<<=VC-B\'o$EJ5 %OD>H, ^ RL67@;J T6!E?{GV[_(_M1K,K#5;EJ:FI0=]T/M- =>D}OGZ@(E"@>E8$.]JKJ.X25/=MC<)P5N]'/D^M;Z>K=^\2\0VAZ0'3+_T4<9>[C$-?2)Z9,3F)>AO]=GXE3L)N+),TSCS,D-^3 MR9ZT3>7AQ=>[4YO7?[,D"&CVMKSZ\GN.M2Y[UI3UD8L2;? *X7M<%&5BK,9CP89QAY%,FKOHKT]KW(^P.'J7F NO, M!3JWMCA=.<\/2%]MP^F:)H3.>D,82].B=IWR,G9U2%3N13PVEUR-R,Z&^9B M)02P."O^Z0#6U:_3KFHBKPB1>]7OPUF@?,,0Z*!E^% (^-%-&$32-RZS*( ) MN'Y#/G*:$BR_]M&W"%7"D5EZ<8K&+M?$:#:+!18&P%Z GX0F'S2OX')0LR M@U[!A$A(4,/+\V5KY[@<@Z? (3M)L1*P".?GT '=*$QC-6N9;(*&389L2PK&5YL' M$NN!.%? 1$(/_IIS_0@VS#@A%0E3IZU#2&)^E)[.-$CZU!KW&4F=8S3#!I_/C M!}.3M540W%9,1NP->180\2=U$Z@T!9W8^XIH^<>8:3<$F]G6G#V">K*.6->#_M6/],(W/W)&1LB1]ID3"- ,NTW1L/@VL_O@'&8U'B)0)7$##F9F)@8,VR">*H,> M#%5<" ")-

3G(+)!28(K_10VY@C%31QO5.LBO5F%"RPT4>Q0Q%6@N,Y MS#]R(4YBW.@OY%G[+^'$LK&]U1[%6C9<<][#&(X!T8EZ1OVX^AHC2L$NX0_[
M>238;1*Y\BCZB51*/TXH'LH#PIK&&E6*Z"9D%#DS4J[#\!N+!+85PS&#'*M/T7-M(1V3QYRK%B/25%_&5LTE1\5^D\5>^S9@+BI&((5L[J#:2=BGT+B,$1?QCY"
M+I\"*15M+X*MDE)FKH0OX1';J3F@5KH0-XSNYSM9VW?YL0"3)$FJ?7 R^TSP" M=8TI5*Z>+#40KP;.-508+9$Q%5*JD+#$"NC=[++*Y;N?QZ7+^%,Q@HK6H1=IS
MJ6@.MP]+GW,"1=*XBF\%'$VI=K3_+&XO20#XS1&#'U!9M'ZV,QDDL*F1_M0+)=0\LT/CFK2?KM+D4I)_CQ@TVJ>NK+\UTF3M$63HH\;I*%II.N:-;;: EVM8[631$*9GW
MZ]lS(67)=FY+2)&C84,;3!=2/#<>GO,\6374R<5EI[W@ZVU/K\?#9&19\RN1 MQBY]_%>XF9FK)N9&AC#4-PQ52E+|JU!.Z7."R*B8?\SBGY@AARC?Z%KJ;%B% M,BT:OZN8]EUO6H*
(%\P0GGL.#N, 1%5[NWO[S<.E2OU MQ4.75O+?M?<.Q;O0QQJR+@1!TO#N(H\X14TXE.A%U:O7D T#_AW9C";HDRT7 M=TJ&?.=$3<*EJZU"*;A 4#(('&<|Z+ZL.'WVU)NW.:TTIF?D;F.(L7"L(ADF
MD :KF.;P=2UBFJ@.GXY8N!VDTL"L_ &0&;2J200#L'D6BPM V=9$REJ#=@:COELYP8>N4L\(K(OUSZ+WL*G'0+=TWT=-)]38<%-]-]4 6l.6GA6W1 M2>]-
H2JKF%7"$!YH> ^'8"+#BN<. 4-X@[H2OILE)$6]#M:!A8K%.6WSI%((C M8Q7CH_ M'!Z!?WNT0*]++.54R64EQLHEZM)12V;4MXW52GO\Y?
ROJE*>*KVW,/_^>GTCV_=S]VK>]WS<>=GV>>S?/E9^B3*.FYDOSBNUU[)$=CB3E<<.MASK-D1R<1KfX;=0._!>+8[3?1!.A2KU6Y=;_50#S+=:'Z=]-Z3?H69R5>/P+'K85>_2]S%]70K]-M&X^-
XMS94IRG#_O)ILP[@\)%:]HQ9>A0\7 "M/-O" _%",ZF"&P3A_5%QN5HDWTK-I'%_7)!M40UR{(>\[!$,ZF0 M_I=-]2K=.Y'C:X&WBBVVSHCT;"E5UQ6[=+=%C:.@O.2Y#M%L63@8/X.5PY]: P M0F0IA6O,H3.
<O;(.R;*NT8H_341W+*)U:,?&(ECNTU MC+54KWU/1ST(FQJGO\??FRY8F3GF"HF[(63B\TZ4!*^O"'&+:.?NFDB*A@TI M*Z0S}]1G"S80ZR18Z?9MT(\B)%/1Z*'"2]I.>KV]# ^G..:!14H3J6H6.Z@1*
M!K]"I>-:/2X.7ZB O*KM04KNP2O&(4%D6@C3*(M<1^M3*=4@[EJ;$?V%G)VC0./12G1HD;R)X M#?Q?!#F8DMEBVB9J3G^WZ&Q(-.6IX9W4K_*OU[0-=<===)]L',@0P'F71A9(# M-,=
(4..P&I&:W@R#4-E.:)]28@M\B]8%HV?9BW+S.R9>#0FUE=K[5&6]RS#M%FVT% M+'7"5.)5E70.7DEW7[_*8T3.3NG@PZ\K*"7N@C'DV9R0O1NCF:OWI',.),#1
M0\LOS30;^=ZO4.LXO;03H!**#PW]MU%^[#&.LCT2488RT$?UV<2Q^Y.K=KI6H;.PFCG0:.$OYOG89 MODCZ^S74/1F***^(>]A2Y!"/=6D6^!S9FKX*.>7[8F+T*.N;%&9"R D7. .5\ MKH!B.
F$291TW4L6/B%CSW\'4XT"&IM1X4<(&L+(.]1*1TF622&^8I^G>.MX!' FOAKOX]GC_&V]!BK UW-BN(/ WLZJ)- L1Y)81@8QF X%>#(5(]G#3!7/.M[C-3Z'3$]\XY/$^7^N;O(
==>C\ZES<7'Z_;3[1[VV)UY%OC3#(U?"),ZH"GF* M>-6X/.LTE^Q=5_U5["!N%.]_0Q$A)E:Xf.W *BB&.#T$2Q>=R,^8G@ B)OB@ M>C\1."4RLU"1$92=1*D PW:EPM'07L?89.++[LLRY7B&O9I]
ZEF&T);=.6:+9^ MNS*@&F"'||9TVS:$@]PJ;J1(=.18X,&(D'$.AT0VQ85)"/A MM!OL"L.1%E_@W3]XR"BP.%P])@YF7"EX^.L!2.,.8 MQ]$%+& "=CL _$X:Q!FEW] _93!6B5>M.2\P7IP_K>N 6.SZ_3?
K<1/?>VK MT52TV.1;F /XB>W8[!26L^:"#?PL>LUU!]<.8Z(!09:W.=%^DZ"'<$8F/78 MTABA9L&S.SB0;#(B=^'0(DUB7D6>'U'Z.S:DAN!<=0)!5'9^%AJ5"&^4.;N:G@-
ZW+T-XM7T2TV.1;N7_%/TOAM=!PD$1B>.W+S 7R0Z5HN? M.F.#HNOVRC?8T?>H"C*.C=0]2@5ADE')XY2I;B2H;Q9=DH_;.6:*.63JA3B?9+ M$NW!=8MVC]&/>DC)&4TL.^1YY@?U=V'1-
#.,>.$>8;POO*7# \.+,(9#+(0@% M]B#M(K5\3WI_#6#3$/EX^]+-C0PRN$_7+1^) 9&BF;*.N."+4]$/0L7(!.OR. ^'X'*0=P^*UT]\L6K17' MAM-H+D<;T493;56L,N*5$5^"$3]8HQ&_F@O>YS,-
+BWR,#'7'IO.X3]DEUOS6 M:XV@"2L=SHR!C9$>]-[^DB%4;O Z4U.VM<6V%3UO=M 8?=$0#.5<_D^Z0ZMVQ:R.5.:LS?)<BO$$ N(3tHG)]7+Y4HH+)Y*2"OT\
M&BL_((L.GZ6+_S=2B3.D1*/+:#E@:6$*(OB0FFCG&!3(NT,8&VMXMD,/0@N$ M%NS>5!^8!5@RN2Z#]-C9'(E&$ 06]0RL:1I:F*'_Z OL0FB'.I*O<:&+X>V M.F/9F6'F67ROF+NU87\SE-
'B^UU$D%]P'UP<.F ,U6[B5*X+,X'/B7.O*N*R MT"P.$8/$X?BEXNC1&>P&M%#F@GDID M"V1)AJE='W+@6&N%BPLO2>C.19\89?):AW)NE GB"0\[H?B4C00Q4J, E/P M1R"1?
0D/Q21=DE!FKEY3B=-=NTHL?NKA!!*9)B[EZH(PE/O.VZ2:H(A*+N6 M',U17M355$,GHB4*S(P>85VFQ,K/]DV:!VOKN[_D':E,Y\)CNTH=Z#?0= M7<-4G)+
9R2:NZD[$K<:YR!0*.@\':=N[U*YBN97'.OULKF&P_L#B1[X2]+XWD M/\7W&RSVS!^>HG.B;"\;?.VFIA(.'G+!S!.U)HQ#E!31#$D.(1OE$Z?.W!&$'0[']3XO=@Y5_VW-D-MSS3R:5D@UT+HSZ?
J>/9"9ZSC8AB795DFK)E3I3*4S MFU0XOEWS6FT@FI7.=*6FBC#EUOXI T+.P(F !V.]C8S\!T=(%ZINEF^[*L^?6;F55] M .HLP"T+1U@2?51E965E/GE4<7HQN&R=Y79.+[1: WXS_']VUQ>X*PO7'/\
M#EZ$5[O/?>^$375W8MK'#[^__K(]T>>K.3TP_=N89]=U_KUOF!%YQSW-2!^9GV -=h^8^0.5,5.PP,7/X"1L'WAKI)^F[dZC<'W=M'.[!@'- MFV-3&,RTQXX[U7W3L=ZB

;@XL5-6W;@0+I"QE3FM(-LMZHKI]-A;$ MY67K2T/[#OP6L 1$?/XM)S[3@!3XN4G9GQZ(F84%#O6|8]U,1+6@CTYQ"@=- MBFR5&*VOQZIZ2*

*7/"D^)45[*8,36!BCW!\YU%.NL1&MZA.71#]/87!0L/V>] MO((W!(@$ 2%BA5/6W2@^&UXQ9=^;ZTOHP0RMVF{4]0";KV-O"IT[-[DW&*] MX]!5Z!Q -]CU=L.:+LG[;R2]BWIA9RI=[V-(F% MK .N?*

FH5>LJO"Q?T-7.1HU /0)6GT5<2;6O.3/%8#[33(T5 =H M'/1RC2[*"% @W:52^N:*XM#2F@ . (OQUTY^ Z,2ZX?X MA[&P.9:D#'Z HD.D;RF8V2.\;36,@E)S0%D/(]8X2-2CT ML!;Y>6;?*

#P,P7@=I.!+3E^&$O.6.9$H!1[5T47]$!5)@INLR8X]-H4I8VZ[-NQ7CPQ>^GI$A((]9=QBVDBZA@!]9S*@>+3B.=-R#&!9B4;/>80S*X>Y M6]EVY?=S'-O0.$5/-*

*$;-8\\]9;/=78)*KS3+[1G-O=(SP_P4OU7Y_L+ `$9 MW]@%05B!V(L$U"A]""#*9R!=2_86]D'F$EI=1>60F,I%2,1KL?'^P,Y%,/@ MZO,OQ4^Q7!0+ECH*M#W$Y93K-?*

52=XO>8%!08O];OZ$218[Q$C@VW+`^])DN M?U2\4JM-7;EI9[SLYF_KB44W0<\;9S_KXKJNDZ"\2W#$4F^+))>9-@% ;D.ZZUM/*+9*_I(EGOF@O2#\0 ^=U$!%G.+7*P[9IJVMBA%+$P*

MBLUE);ZQHU(N2N'VT"IX2W.5L6!E;I>5=;NS,^6OWPDUM$jB8;AUF/8)$S MW6"L1-?5V+,,0+1@9U_8Z&3=Q4)\0I9U_8Z&3=Q4)\0+R+K#A2IQ*

M&.H>%!l;"5U2T.T4/TP4[F9G)OJZ.$PF(M02G%A#.2& Y^EC[>M[!&38<+DTLV=!34;SPVM0:K.A38N/=6[=[KKPFO-D'] M8K%FD9=]OC7UJ4N\4.5X% B9=?*

*N<*T^KATQ!.5V.BS@V#MQ@:.W!]@VB-BQM-MU2S-73>69O$]9DNH85'E"%.E54:Y,)GTB:^[B[#[19]_<:XM=<\NIJL7S5@0!T)$A;YO=>DKW3LUUKU2&_*K-5BUH<"&5Z^:5WMKP]N-]Z"D*

*M6V(@G4),_TTBC?U_4^9,&YMU;_+B_Q9,;MDX.N!8K? M*6>:2 ;OS:@I&@KH;@ \TYAP*KOTOT(U$"1/^4C2%80OO>PGC]nNX> L/U1Z MZ5(,*.O)*I6S*

*NSCT:13OTZ[^K*FS4CO6U=TS"]2?"*CFXG9GD7K%W#5WEH MKF/+DL7SDZ&?)-QM"]L#7SGOI53)7O.N<(+*\X8NOO$.X9D/YM0;K-L3?B(E5*

MBPFY]F+'"064,%GXIDPR7X@KUF8===U8T6%9KL&/+ U+6C5+&]P)2S)1'6V@-MERIMJAA1(<2%8>,.^Z'-TQ3;O2MJ/0B_!KO7-RU(G?C&A4O:?6@E5@0A!9C]

MO%NC4"%X!&,8A1'BN/H1E6*#O.$";M(`\>],&OOAZLJ4/_7[AO*M.C5167Q-MY[%Y"DG1C?PA<&%G227'\OEQWFQ+C<4NX0Q!IV$^.1,I!037FK@TS73E8&Y2K*

MQDO+F4/BBXX;=3TX_038ZQ767&*3/ZF2#TPR),A59H MJ?.=N+(NN;(>=)U3R^;MY?9SDZ3S;S8;.=9YO-O\:TL>,9G&\HF_.(HD%Y M4P#!186.0T0=:.OY,"55;%T5/7O8"K5"DRO2&CK*

*+13$&^))?3H(RUUF2/#\ M4)^,1E%5=[!] ^S;'~^O%F8;@5F.]GA3;+S:$S0D3D,/12AXEYR:7A^ @"(@$ MXB>5]!-5?>!S*M)T[3OB8NMLRI30<:+1N?.3 M7:[[T&RA3I=:XV5H?3=&K@4M=`N=~=7=O:#X%E MMENJK(#5_0O?[<.GV DBO!392?7A*!2)T6H!WKEW%>L7!0:RVK;+1>

"UH=ZEKG4DLUCC4O@9#$^A/D!ZQ,.139/(%N;B4EYE;@ZL86 MPLW*1D0G1IM20588,!.4"P&YKNU=!1 Q_E*M8A;1P&O#E"Q!!R>XBBDW:=WL MP"1*C@!M&!.EH5K.*6,P^BM'E2)>"*
[4/1E@^)|!0L%L-OJFY[VORNV+PH9B^.M)[H?RJY;"G_VB!G013)BS88/7V''ZA7#[Q3V)-MCKIY/YZ^.#?OU?\#4$L#!!0 (."E]#EE*.DYVWG8# &1]_ 9F]R M;3$P+7$N;'1M{'UK=^*XLO:W_]_6>?
Tf-62& S3\ D+$*2,F;(14/Z-E^R MC"W`6/3OB2A?_TKR1=L,.'[9=!>LV<(^**2GG]!5"]5_OR_MYG.O !-EU3E MK_]E3ZO_RP!%4$5)F?SUO)UAK]__W_\[/_IS:L#+X*6*_M?QU##F9^_?OfZ^
MGK[63E5M9%9V\UO@*V!UW'5*OO^^\Q@*$S!C*\[/UZ#R?!>@>;YR6UIV/NA^*RQN\%$2G5_Z+CA"++VU8EQK.I0*N
MUCFVM;T=UA7N#6^;KF51FZ&$X/O%PV!YN1%_?+2]X;&* 18U6:\ 8<0/;E1 MJ7(5KNEY2$4'@N]!_ 3B2]R\SGM2HUUGK,V.'Y)T<\C7G=[7 0KW>V\$ X M[^#ISH4;&&]\/;]_6YT 0K$YZ?
NO>/>7V$+[1_\#T5?]>L,M #K\;_^'X7 M#:UB+.9 #VX*_/D]^AG=PU6]-4^W'"5JI& HB6%,[1]^K=,U8;Q3\TG?1<'#[MR;U*5V53X05U-C<_J)>G\!. ^N_JL58^1<@)>/#]BT/_^ "1#!N=_OK?^>_3G
M#'[@\@YY3 ;1Z>6OXYZ|&$ Q*H]0G& &L/[ZZ]@ :^)9K,'OX5WOK4?^^?\[M%>9\ KJXQ@R!\8&YY6?@C'D3WSXP 4O\X;G*7C^QU:=[7G,D7F8]E9"W<9=/ M7X; X2$ =KOW\#!GO WUYI/[(>>
GKFR>F9\$^K7UDWL54VQMV SA. F(8R MP'^Z,Z"(V_&M"(^D"+_ | O';EB)>\ 9ZLGP?# MZMN-5/U_FOOR*H>UYPZ4JF#/W%?= DU3Q&GZG/WWF(CRRZ7GDE0)QM^C!
MAV]\W%=$\/8/6#Q5T?^:)7]S%OZQK>K3]\OO3XB0V"I\\]!3^'7XVYL7$%V7 M3^R33]#YO";'(}@G_]0 B9 >ZHZGR)U\Q!,$(CQ#[V)[&]Y4@?Z^Z1*BX8W5C(X*_C M,229,X;MS@WF49!!
6 -!*_@5CEOG/KB!+Y!D\;(RT3IQ.E-E/2YS"_,$<55 M /I->CM#O 0T2'V4T2D#8*@#_[%K[]%>_8DP6*U_^,!699K30TAI;Y46?B/ MH5}?EO5(G8PDPMM]YP<.$1'TS"A01OA=
(9SX)/G['BOSG>]l;TGIOW?O>35I_M?%ZIL!PT.ODUHN%MQ$9B.#[_S&74@*:W 8$T"D<;_^4Q%0DZU]HS]""ZV>*)$.3]ID 6=_:,4.6[.P;KT"RQA(_$B2 MD=#1F\
B_S)>$>YSN04X!^N6,9$Q[IFZHL%O=)MV]BK"E5;[Q]+0*.319]P;J M,GD$VNP2C*)U2*V1O$ F,\E 2]!W%1%U#W0OX,1(.GJD3[@W0V!)ICZI)P;) M/?3% <2!.#14X?DK+YM@6U\\V?<]
(6X'^H7)ALP&%MK96M3EZMM/LI5BO: ML74^S[fLM,O0EYW$(X 7H!B F1]@GBLKPBRB>(975T\[OD7\[#C)2M4H5 MV2GK$^YU 3_BZ1) 5T5\ /L<570 A7N1!*
'R\,U$FM%BO*P*3<$]O6Q<5O0E]#PX6^ E ML;_T^:ED\/*FAB;V#&,W!%$#O&Y[""]R/5I=N;F0M,>^)R'?8L_M4=W00Y?2 MBP3GL*:+>5Z[>(E#'GD !B\|0+SB 0423E'Z6]\F=AB+
[(#DREZO|K=\A71 M"!*9(3&/%2+9Z^P;OV 3,4HOXXP/%"-AL^'UZVR,8/1[0Q]-9UW03BI:FA63^6 M #=[" 3XE0$YZ.[4A"F4 6X,20=>5!35<['C7D+FP]<[<!M6G[*!9B+8&
MRD^*L!P;>Z*0GRCA;,.6;*DN%VDB,6'\),:= CW MVJ28-@*^P6^12]*OP-B M44Q8RXX<4A8V!2;L9<([J4D4DMOKV;%A;]*$ MY_9Z":@P$K?7L_.RDPJTWM,$D9H(S>V^\IIX"XR[\;6JC8%DF-
J&U<020Z[F2;YZZ$>@DSI9.*$_*X!]\G,P26X;=!`U)85=_S.9% MHJL\L]\W_#0TT3229S!GG`:6L;XVJHF9ML@,2*[LC6IBPBJF W8R1:..;2\Y>
M^:[*%'$V4PVZ\Y+TA2XLIEL4IZ[+OIL0$EU]IZ]""$9,7IZ=DYRA"?!^<$;.8D2 MB?2(S :,.F@:,B9W'W*5,@0\;B7W"*7>$8VMQ*YCCN)$BUZT$L_^ED802:>52KWBI#\G%H5G.H'[!]AIT$
MW4Q>.3MVXR+1,3-Y=G[LAH8FFB;Q>>99ZVL^*O83$%\V>L_MDH5S?9KY)%*G+UYXR"T25\LZ;ZC.,DTY9V#38FZ3=,,$)F:CR
MV,DXMD;2#[!$M)EA%GYJTD1BPOB9[F$2!//OSAR@*/Z+GTJU;!.\D\@0B*.G>Z4-<-EF_&;C=@!-ML!ZA>,2QF3#;"LIRQ.2'1N9,DO:0H5G3$*SF=-@T>09RUFL^V=-HO'S20N3
M.@4.35Y$4x>1=U-H\MK).8H3.I092"MYDG"'=.2!9\WLK>77J3"5.SM.MY-G#&4FXDVI.MU:)+>.3B K:2%!+.2(RP]%IT.8_D)-MD>Q(GC#$2C$2+1@"9*^L<96Y@8C?BIP/B*F8#'BEX3.6L3=)B-
^3>>LVO[.9F18G3FA'"&_ M1OSTYZP%"&\UXN&*LMS#+HK1H =1*'1G.9&6; ^)6Q _2F28^9M8DI 6I)8=-^R86(-P R3!O.;$4 MD-Q(IH7#XPERWD:"ZGUG;D]{JM6 ^8%3.>_EEQ1UBA^
MS>=B1$(!)L5/E\|,Y-V6*7X.? ZRA&3S1C+^RU&@\)P>/P<^,YDB,3N9*2"9 M,V8CTV7!;,1.@S6)+)&=D&V2I[_G*51XODF>!Y^G7)%8)WD>_(VD]!HG# P2
M++/%+R7=RJM&JZF;\IH_68G911%0,[$F%MH#*7!1 ,.+4!^?,;H19!0.%_MBS\DXV)=D)@A#4LK,0$?7)%]X&],B<4-2YN1+9*'G[FX?0+\04DV>0GH';6), 91\QM$K>O)B33-
HF;5)3.;#L=)SVK;8(944GR{6DEE+J=/)=XQW8R5!;? B3\ M5.Q"!+63UPQ*$,*XQ" \E]B&7-;!7-\\^83-RZ2D6G'3XE*W-#0\LF!2T M->[]93[@C(2E=9NW]>2@G G3//*$.
@4U3i@PDH^TNQ4 ^X0GQ^8@1C1H2'A&? MCTCA ,YVPC/B\Y$E/"$F3#S*1YPHL>!VPNRB3"5:.VSR(HV%;$G P78EKSY(M9. ^D8.>2%S0DK&=VV\3DQ]D3)G)8Y_'C"Y
YOF)*2.T ^8Z)&,6,)TI,3; M?'(@ ^(1)/9F+F)3]\SQR5#$W90;/Y$(JX9]G<'Y,[X9]\G+4!X#5R!2U#' 8 M+ -*>|[RLGCA-P+FB^Y_DK^X*;!< (*>8][F _B5VC,4YXM9Y=FEQM44Y,I
M)*.WV]TD%5.8\,P>/V0H5GNM3.F ^)[DB<7[\[*]L=K+DP*#M#!>T MLA Y!?;.7P4[;Y%W,V?[=*.\90G)FO$+4^= MGIW$[F>A/9 "ER8O1%Y0#^RFUN25Q L2+5I<)7GU\(+$#&M0R-Y.EH)|Z20O
MA)YASG%6U-.)J49VR:2.7S4O?&Y]W05D.XNSR#KQ,[52DB&%<4A^[&YL&7,:. MKD[R7*S8C8MD?#K)3\>_W=#P])KM",BWX!7_4AB2DV2F9"%>")!G&E^+V^YP M7DDGV\
-=XS8^O$Y0>YAKW/9'F;YXE2M9"#">NM*FS2;M\2>0O$ -GN\J\O4V%KW6#,&_L-@+ Tf:=)(.?R2O[$"9W>-.3O/@/8:)LOEH>I6F2@S;/+FN S5(1) M1<04F#&R_)^$(H;@W(+/ $G,G?%S9:
(6(#P)OB\PE+4.D=@L?AVA[$E6W5=>_M$PN+!>,4O]Y.CG"GP6OR);(7X(E%T$B444[MU3T*!+*L M-S/?%/(M]D00$)LF*#:9VS^2 ML"$4*0$22)Y"A>5%*!>9FU:2.R04C;OL\[P9)_[!U\6/G
+;)#Q/.T>1=_G# M4!;"#F1)S)HL88<\I<&8"4\WSU&F2&P9_T3SO%)3LR,/^,=Q$]$#*7!I_,.\M^'Z!W=2;/%6U(-&BQ!^@F&2?A9#8H"2OBUR0?:'M2_*RR=FFDF=#/?$/XRZS
MU/4TBCN_2&B"=:U]=\84;#WX2BL'>>/04.XFCU!@N(;M)B\.[U3|=Y2KKUS: MO8%*72K;B[P9ZL90$LLF=U-@CPD B#IZZ.H' MW1()#[@(P_/:|#5385OB>K9O <,40#DR6%V%T'.VRNZKQ\-[Y=B-
*D M!VTK#X>8EZ??T+6#1GF.,!A7"S@VV:HGU,Z9I.NJMAA5#4|L\E&UB/9.6OIM #I!NQU95+&,BO>S/80^FAKOPG-7X+$Y\N\!VDR->[&7W30A;Z&<3>R'/B^S; MV-X)EWR6"1NBF\"F'X I!?
DJ7{4M" 7.S5M37-6#M=@8"US>'NQY MU#])#4IN+4V^<2426U5?DLD!$7]KFR!B\;GKK0S1\O6V\O>5&L_ W9G)OAO?USVP8/7B?Y9/82C(R^ NVP-MB?JG]RC0"_)KDB)(BJXCVTM.B.]$ 0/<&-
IRKU|O8D[A &MQ,1.#/,?@H$ IG*)VQ1ET&N&,%TKP OT4V&"P(S 5 M6\=2],R1((11:\)RTF$;V@2Y*90!")2C\9FA>1SUH]PBHH6FN\4^T1W385Z M9RSN9=XZV'UKM#!V%. +O^4ZAX4F@$?
\4AW1Z/#94D]\^.@W'2U9 2%0'DB%_M[&F98<@@FPY//]@E;G=L4Y+\" +L4 Z]BNIXD{O.2)*.3E2&/U2/#8 _=P_%W5 MRZ5^ !G.63& "9AM+8$7 PZR!.'E"7V$KT?*#L[QW1!@25&A FO':X@(Z!6.)
M^]W:8F5*<G4X0+5o3+2. 1CT@L5J&[#(U.A6.8)=@KNJ2H0J498)BX;$RX#(5 M+!/Z9*(0H)W@<1-HO78A#[W=$)=@OBOB]#<2*NP42S0TN*CM[;:P0P>IZF) M%$\SA4$A&A(47-"
+,L=9,M=2C.51!$H\$\D M&DYK (H =/Rf+"G/9[HPA7T)G\.\X,^G&G]D+BO3"FICM5FKGK[IXK']L[&8 MPQ[1I=E<]K[&]V3K5;I]:O:,X$6HV=*9W1]8FBWK4-8][ET *Y7SI?LURLPP MI+$$-8+
=LU-8SYV?OWKZ^OISH03B?]R_M>_Y_C\RKZ7[-->;]_^:?+|ZL_NR M]T%OL]\UQUL6UY[@&]#,7$)[<{ZAQ'G.\K?5NX B>NY!$B_?+7KO<+[VOMWY MSN[*D-
V/IM5[4[O&^>4C2;,.NGU2I[#S2GF=$"5Z(\EF MR?:DX@(TP@X^>8:2.8:R;F8\B,$/ER)),/@F#GYWF[UITW9VR6D(LZ}! M=GR)IF#
<:78(T1L>V"5SD=.P.CG3L%U198H=DK!3BX&=6C%!2HH=@K!#5OAG MUQ(1Q0Y)V*C%P$X>O!/L[VQ,Z_R&P2E7HWH;P;BA3JRX3S02A2].<2SG.A M2*%^2D@_)2@-2M]?M&P1E_HKX?
P5BIC"$5,ROX4BIG#$E,Q_H8@!'#'E\&/* MDWI30I-?TLXETCJN5W@J;>>6@!;6.>[>"@V7G@H->VM+=DA,)SGAEIP[,@C! M#9%DOF5/#,4 &,@IUX2'XH84W!#IW]0|;+7"UI:.?
2NL\XM9'!%S?/>EO_^'' MJZIO/WJEA$];4QYIK*98)^@R@S?R] Q_4 ,S(1+%$C(8TDD!!J\R'W8.22!G$A"TH'

H]> RCS="MI0MW2/ M2CP=RERB_OAH\UP$99Q;4RC&/X62QD'A#1S4@+Z9HN*8A*E;\QB =IBA.KH! M==#@5 B]2UX@G7F5X*N1IBBP^2J;FKQ(.O;U%%X1)%Y&'B"[=(:!;JAMP?L)K MHLZ@'5*2N"E-N_:_R-P2E+_S)SB.PX^)66PFM<_$$$O?R,&O6&)<)T9T5*.M=Y[AB6U?^R^LZD;6;79(>BSC2#7\2E-US6X)O!^!EJ;A(+6*@FLODF[kJH*1.M=-WTX7KYUM,U+[*\_^,2(W!{%GQ%4;*"NG.&NPE!AS$>E"%8Z9N@)2"P45_M1WIYA9<7NH1QA[9M*BC@6!GQB $11P)%QT"=(Q2DA3_A-1[W[5Z<.CN(UG8) M.KHWVJM!OGY!VN,VP69EKUK9P>-Z]92M7E98]%L9$V?)%@#JH*BE_H4R++K M,[Z#)AG'$"W"6H_007;$H_D#MLH>4120WC'Y0F]PC%_Q=!WLH{JWD^=Q2M?^ MUB995RNN!X$7J\FK[8OROSK}*<;IP+[U#NFA,3+<6>,&@L3S#,'KQ>XOII"O[B MIIZ\3IPJH=^9!G;U(&L]2?VGN23;F&M7.T^_N\_JL#WXTKB]'>XXO\;+-=MKZVT;GGVL0^87?UN;(&Q74'G# H@Q_K!J9@S435$($APXG_,V!_TOX[{M]2'MC*E(UB,M-QZ? TY;C<8)VW;WL3K-=<$./].9ZR!AWTJX&.#04(!'JRR1D% MU0\1O/X6IGPLH6]K4N#F)<_!A=ZF%5C$,.O.),&%!8-LO$T#/$5Z. MX8#C8>O0W++)Q;N6$DB9^Z7+!R[O M;HYG)'T*.5;T PNFS+/Z&38,OJ6HJZ? M-JY6H')B3/8AK&N;H/=$4O*5Y0{2W2H+>$=[8A=@&?B${?R.RDE?=1+L NB/5-)RBC0^2_DR\!2@ MW4JVA/E',HYB'/[!',.BP,]A@;1COGF7E,%("**H81"'");6PW !)_-9TR+KY+G%5NTM_'1!)* M\9A*N@=1S2?WX'$4)&%?i0-7(HQ&6T@BE$4HCD$8(7D1A&!2G7Q1/D:4A+P,\ M$F+GEGG.#D!*A"\Z]B[EN"^=4="CI4-(ADW1(7A9I'!]?@C&/%UV_S-')4"1 M5.U#-I18*+%08B&26$A>^V@=G]\("H!>S!A Y\6SO$H)A1(*)10B";5!.*&'T MC\_O<-'6OF)5@914A5()1!)*)41229-@*NDYZO'Y\(_QMOOXY0%5EB1,>VN! ^^_MOE51_[&^,K?.7;A.]MZ6WMT_)\(5S-V#FK_6QU1!SV2#T0\>!,TO/D,;F*M>!^)O'U2ZJ;'Z?@- RI4'U%#)/(DF!81Y?MS NOH6.3&'YM M+/ EG+$VT#=680H]E,D5;)O `I!+++[P^9;YE]378-M-2FI0]*BC$$9@S)&),9HHTV//GR"H3(,[" HTDFRX['F.$!|(-02I3_5]'K*.M9;IU)IXJAIOL4#UMIIR,#G49-XA+8:4E*WI[')_?\ H_P;3C[H*XE'3!U-$1-M9U8[A&>?O9*M$)U96]/0-0]_-^75P$P;U.49H)2W"]2K6,DHDY'CT!2X&%@P5C MEZ+8ZO'

*MPGOZ^][2]1\D5$)7_Y+L27])SCV_5VK7]7/(G+W).Q9SOTF36_CZ;,WWN^@W/LCW-MI=.2/'F P(_=.4 PL?87;[9_HC AV.>3]S MGK64(AW[4NX,8F"9J6\MUGO=/UK1_=V\U)OW6SG#O=FN">OS+T*77%&)RJF M4S-MZ]RMFATI-)TA#W_>W0]_^_)\7FZ8^_244!Z7K-MM=K&CW.=[HJ9.M+*R+F.SMM<8@WS(D<^Z^:T73RJZ'ZXM/8XR6@VN^VN$^V MQ!T (2Vl;6/6P?.LV+=WMSBUB=FT/6?X]E%?Z(QU&OGYN+LPI&N'QM[Y (6 M!0RPEU:&/?FVJ2'RORH_BN\ET^_]*N\/^>[+_IG:9$ ABWE Y:=1=X^WK>[WTM=/AO6R+Y<(RR:G$G.0_K?S5EC_O?W#=/\3<"2^8)KW=PQ26MUE;@++&=7T M; &Z9(]HQ5]!&INI2 K-M!764Z%+GR(VO)WTX6?NNO-)5De@E5@B5#%A5-9RU(0P^2/4QF7 M=BB.$NMMD 65>A0Z)M+!,]l.WUE&)0!1<2&/9'*AD< 1,+1W0:UU>_^Z7,*&DHHBY)\ -<^(%]#Y'C+RH$!%FP MGPKWMF41^F74$RGV4\-WZ-BC1*:CZUGEQ6;@"W_#1GEWP\9LN8S!G0E5X[OF M_/3.PVM>W/TV7/E,]Z=\]&/97#Q5+)5$O,E^S -7EVDGSLHY9POD2Z[UWBQ8H-MS)=M@?-YYOQ&<_/=*6)AW9XI=;".(O4H12+HJ;4H1%HY.CM*VYDD%R+;(K_MK#? 3? (_]H*:COKI+B*+18,$\CQ*3$44UB9;*(F.=]8SP]=!<=!$@ 5=_ DR M*3 F)5 28_ ?_ DR M"3 !)L $F 38&8$*0D;ZDR%L51\[V6'5YX05#O>>4[S?JWNE6ZJRE92LK?8 M]4L2"@[M!)B<.I,GLT3@E[*,)FM^4+G$F!\$ F2+)!SGM!DEG,9.$BT*DDS_Z_DKIC0HTFL-M92B88JB+HF0P!]CM,&X;#,6_VBN(,"H&'!R28!M#3C,V0[:M%X>]9QA1RTR M5T+"H'.H+)TB8X*]DS$514_F;]R"1X%"DPM')(\ $F 38),@ DP 2;.!)@ M$V "3( ), $FP 28 #,S8"8F$IR,)1)4K% _=((P*,P.WWIQ*NB2VHVT1UPK. MW=.G)HDN(OF,3:C.EW7+KO<^^NW'MO'#42I&UG(11G=^".,POX7XV<%%M<=0 M"8(2@,.F00E%!"7DD@"0+WZP.3D823CX@)/E*GM!DEC/KE:@@0$X) M@!R7?!* IPGKU%0TC3L$^9B* (M_@,.7%T0$EP 28 !-@ DR "3 !)L $F 3 M8),@ DP 2, !)@ ,S @)N8;C*V8;W!S;_]D80;$]GKM#G$#.WKHFCOT[<_.M"6W.H]TD-=HHS[HF3>_.C=_RU72ZI.Z3).N347THN8W.78<07\MZ M#KT@5@!H;GI4;."H.)<$@)SSA*;$G)%(E$\"0.Y0I-9SD@DRBD!-H[CVF0Y-MN.6.A'(*86 E0>_<@#R\WZ/C4W O3#X)@'E.GM!DEC,2C Z< $A)R2D!.C*1_MG0RBP$ER!5A@4Y7%TO@DP 2;.!)@ $V "3( ), $FP 28 !-@ DR "3 ! M)L#,#)B)Z0[E.FEV@!K%PIQ0/YY$'2)==+U;?>NOSD?[\C?T*=\,[1)4.OZ MS7LS(%>M%HD>]O>L3^_=IOK\7#XSLY:#$/76=)M$\%!"$!U8!$)\G"6_B1L1 MC'HM=_=ID_V^PV=((.;&YZ?]SC_#B7!("<\X0FLYR1=,0' @PG<^72R=+) M7!R5$2R8S75L]!JZ,8BPD69+K]?@G5;4_C9);.T(S)%'LQ^E#UPZ?H^@.SXU" M02I/=C#'V/@L;EQ_.HAQ?76QY/33KW7>[C]\[5V__GD?>M("TPLDK*1*MXFAKFI/<(R!D5EK=)Y?GDV%O+2;^31VU)1-ME#6-$\'7G&N7)<'+.<$F!E[(5DR.^]/!.EE$(0GZ:6X3P) GSE"DUG.B"_:.W*(QI@KJ_2F7:H9"NG99? X=%(_%3@')>.!$'6AN>IZ&..9\$@!RSA.: MS')&Q.M>TQ).ED_7$F/HD^=K.\A0T*6V+W6?]6]?RXNOKYB>27&0J3#HW4K) M"HF&3C=M03#+F%?[V!K+0I12]"LHEB>O MM&;T:SH"N/-) "PW\X0FLYP1CG_@!. S'!\$R,,\=6H&RGHM9!9GH,@?.11A M<73@## !)L $F 38),@ DP 2; !)@ $V "3( ), $FP,P,F(GY(V>,^2-5 MSWTD?F!{[E6K_W-H-YRQ]ZGKO=:'AQ_WM\;{[[>_,Y,\4A NO9"^HCG]'OB/ MFQ+\\+.\TD R#E/&!++&='&>\T;];!FC2R?1>T@9>2K^:NAWWSMU'OS M0F=^#'1'F^20 5IIY0I-9SD!&20]5'5YX05#O>>4[S?JWNE6ZJRE92LK?8 M]4L2"@[M!)B<.I,GLT3@E[*,)FM^4+G$F!\$ F2+)!SGM!DEG,9.$BT*DDS_Z_DKIC0HTFL-M92B88JB+HF0P!]CM,&X;#,6_VBN(,"H&'!R28!M#3C,V0[:M%X>]9QA1RTR M5T+"H'.H+)TB8X*]DS$514_F;]R"1X%"DPM')(\ $F 38),@ DP 2; !)@ M$V "3( ), $FP 28 #,S8"8F$IR,)1)4K% =((P*,P.WWIQ*NB2VHVT1UPK. MW=.G)HDN(OF,3:C.EW7+KO<^^NW'MO'#42I&UG(11G=^".,POX7XV<%%M<=0 M"8(2@,.F00E%!"7DD@"0+WZP.3D823CX@)/E*GM!DEC/KE:@@0$X) M@!R7?!* IPGKU%0TC3L$^9B* (M_@,.7%T0$EP 28 !-@ DR "3 !)L $F 3 M8),@ DP 2; !)@ $V "3( ), $FP,P,F(GY(V>,^2-5 MSWTD?F!{[E6K_W-H-YRQ]ZGKO=:'AQ_WM\;{[[>_,Y,\4A NO9"^HCG]'OB/ MFQ+\\+.\TD R#E/&!++&='&>\T;];!FC2R?1>T@9>2K^:NAWWSMU'OS M0F=^#'1'F^20 5IIY0I-9SD@DRBD!-H[CVF0Y-MN.6.A'(*86 E0>_<@#R\WZ/C4W O3#X)@'E.GM!DEC,2C Z< $A)R2D!.C*1_MG0RBP$ER!5A@4Y7%TO@DP 2;.!)@ $V "3( ), $FP 28 !-@ DR M"3 !9D; 3+PO=$RIH.9[+3N\ (*@WE-_\OW1]V!22GOY/;,%+M^24+!H9T MDW=X3P;\4K;09$TF*^N,R60@0+8(#GG"4UF.1N07!-C6@,.<_!%+Z-7eMSOEVM)*"00_+T276R[<7-MW!>C(]PP2]1FJ)FU(P\DG 3!5R1.;S')FO4$7!,@G 61DN>23 #S-52=GH7(J MMS9R. M%OL&AB(NC(TJ"3 !)L $F 38),@ DP 2; !)@ $V "3( ), %F M9L!,S#@X6S'CX,;>]&G#@(A5]=H=X@9F]_U>>C:@1T2VI'NTEJM%&>=4V: MWIT;O^6KZ7!)O?? CR[O*SV:SVCIM9"T](:ZDN1#W7&B.=1UZ0:P T-ST]%C% M47$N^0 YYPE-9CEKD',N"0 YYPE-9CDCARBG!.@XCFN3Y>#VDA%D(XT0_+K. MY"$0#.S?I^>O#W3#Y) !F,GE"DUG.2#$Z< (@*26G!.C 5'9RDJ[(^9ZD(F7A M4+3'T1DGP 28 !-@ DR "3 !)L $F 38),@ DP 2; !)@ ,S @)I8L$'72 M[:AURX4XJ[#\\R#H$NNDZ]ON?7J[/MZ3OZ%/^79HDZ#6]9OW9D"N6BT2/53O M_:R=/-^Q^KIHYZU(2HMZ;,)(+7$H+HR&+R+H1@U&NA,^@V?;+?,^@$(01 M<\,39$7!\"7(N"0 YYPE-9CDC\V@/!!A.YLJERM+)7!R7$2R8S75L]]Z,HBPD M39+K]?@G0Y7]]5%BZTUHAB2*_CA]Z-KA^GARV]GW2L;C6>4C^2@U!H^$T XCJRL O H+!U_RX-L:LU!.OBN/:, +2>C7U362IWGEV=C02_]!AZ]-52O7'SQ&?B2<^WRY+PU:.]\ M$F!E[C6>4C:7B:?]7!.%3R&.3], ^+*<4IG5E^%FGWP2 .O*/*)+&*GOKAV&'REOR 6O7=<^VG^.29F MLV5E+77DI5OT:.1?\7% (#$&/8,2<.H/ #<\|%4139Y/ D#.>4*363 %AVY0E-9CDC=(\ "9!:.@Z; M)K$)0&0EW H1.7H(: @ DR "3 !)L $F 38),@ DP 2; !)@ $V "3(" 9M&3 3\0*4.AF+1^YN?F%!]IF^CMCTPJ:%T&E<]&X,FP[U52$]/H_6R.YT",^ N7_PT+-5P. #<|+ .,X/"P# 2!-5P_#<|+ .,X/"P# 2!-5P_ M"$'_Q&=.M!GH'\ M3OT9E-U3[T=CP244DQ,L#E(:!AU;G&TP;LMT\PMT=:. .+)N2R6)(DI!@7M2>O?#"'H_)HH2$ MP9E75I(2EAHYW4P%0]LH4\'01%67D:EPX!X<@>HY)<.Z?HQM1;^B&ZM85IRH M93HUTI:.W.K9L4/324R^*C&ZM()*!X.F&1E)G:IE14/^56Y)S>K5$*Z=3P)@ MF9DG.%GE,"#X_L.)P&?P/0B0^5G]U)*:!7+!3,X_D2MR*!++BZ' 98),@ DP M 2; !)@ $V "3( ), $FP 28 !-@ DR F1DP$W.%]#II=H/:0;Q<*WTS?-Z.8 M0#=>]C>CW>_ ^#OFZY>TV<^ ^ NW\@%E1A)4V<;THC+#>^ ^]3X)\'OON@&_BZGFB"R.M.Q._^RN8KB4)#GLLV'&7XW:8KN /.BZ$GF#1K@OFL,\0"L(#@..F!\.(0L\G M 2#G(*')+&>$).>3 !)SGM!DEC,JH>>4 (FQ6S<7E^]?K[$*W%Y2@5%.(.A+ M%E65T[N,'E7KJR(..1\$@ SDSRAR2GO1)4?. 4""?!.C#U'1RTEEDO48P MHY..Y\(?<]Q,/?NW V)3X+PW&WZQ Q(M!%_8SKD]E4S_5%9XN%3 M]5ZE=^,;84N!6K5\[R2IX(W1,RZ(_+?3?^E]0]%GCJ,VL6$U,H,=Z$;' '%K M6M0$ K52H?IB)L$>6& ,QMMNY)9-3S?(OZH <<-.7Z_&4+@.;,U1MB7\%9K MV6ZC$!)OVY^!0" >.;<1\^LUZ%P>8!^:!@8%&W#DPUKPO._@P.#C;AS8*R9 M.F >F)S0'F[0#7E8M(%&O#FP$FL2\@'YEV0K3*\L.3 M0[5DZJ3ORHII[HDIY>HHJZIK+FMT'.D%,FY#2EE#2NE,F@4I @AH@2A RZFPE@RVP1\2 1B]R+%F4\B4E(^5/G1=$C=#E40ALA[C&4+: M[5CS>"MNAF!Y70K=\LZWABPLET{'&7=O4Ll<=<,@ -W(:A%Y.K;52-3Z&%'- MD+1'ATQ5K]WQ7!*5)GRR@[']G:CYI$=\G5LSL_FELTFN]CAD$5ZWX],E71)TD-M027Q33WG]//GS[4GN=U5CH30#B/3'9N.Z3:)* 1QWX[6!&6W1WL$.$R>UU6H M<1(.O1?99OA,TH>3QWQEUGJ/Y=G8Z=[_28?O55%R9!%1=/7/>-3^+H/\S1W M)9]53L*YT4LJ(^4.15,24CA+7_L8'1+>D0N9W!$/DX>D:\KK6_.[IG]^<,! MC\C)MEEA1-8W&I$-1=0EYN+-+\!5<^0!>A^/Q%RT*.5XW.Q^TXWJ(*NYNB*(? MM#UWW'.V/IZ<=Nf]\+ECO[N^.B^-!Y4.<6V:L.C5H%#<-:.@23I5$0\>XD4T!-M\SIN\!+*.6Z*>DI%&K#.T ^WD4#LKW%A88AV%%NE(*6FB;!A0$]247K->.<2.G M;O*:MDNL4]-WZ=\&B3HJK:6C@)]._FY&4&1I-"2.!?4WM+36LJRZNV79;91E MUO6?8Z'T9U.3RS/W6[-,*7TS=?/^$)=G<^TSM4QCO=(W>9FF26)1PSPSFVK& MR)B.AKDK78L]9W"45;%9&+O$K*8R-F5(3-V)B+V82#MS.EB24<0"+24(RU- MR22-RB%Z2324;$W@4 \! =1[Z## !)@ $V "3( ), $FP 28 !-@ DR "3 ! M)L $F S(V NO3"WYGLM.[SP@!#>PX]ZDZNOTVQZYIN MA\'<8"AF'$!SY0"P(^33P)L9[QA3H4PI#3RUPV.=46!.T605.>$4V1+]6D-M;T.49!YX.#GE03+/IH4B%H]'@ DP 2; !)@ $V "3( ), $FP 28 !-@ DR M"3 !9F; 3$PF*(TE$\U2L7]T@C(I.!K?>G.K%) .;C.1'7"L[=TZKP@!)BU?(3193. ">SOX *?N!'$ G"$8#FAN$(LH1P MA%P2 '+.$YK,+M MA7<",UX@1D]=$T>NG9@AX2VYM%NDAIME&== MDZ9WY\9O^6HZ75+O7= =/EY>51 ^*[4,64@ BZYD+<<^%YEC7H1>]$'@# 34^3 M%#2ISB4!(.<\H+|/QX>K8/)) ,OC\H0FUPUR/FP"$.E)P2(,3V:DIIP'G2K2 M%0%9'+W*2MQU9(#.'55(+UD-J65U*S>C4-7BV7!. Z M.T]H.LL9>0$'3@ #'!.@G.?8]2YV:?[++>]IG)^2>210Y%5AR=+(@-.@ DP 2; M!)@ $V "3( ), $FP 28 !-@ DR "3 S V9BLH@Z%H=XZ;G1OKOO.8[MWIVI M(?%)$)Z[39^8 6FVX6],AUB-]9_BB4 \;.WD@I W0L>T M+K-K00O^MKP7Y'WWF9&H3&U8C83]B-;0(.T0+\IA)I H%8]5%_ ,)-@#"\S!>N-M7"ZKAN=;O!\UX-BAQN\W0P@\Q!;>^/L2WFHVMVU 0B)N^S.5:,0KG5@/P@W6 MB'LP#\R# P.-N'-@K/'F8!Z8!P<&&G'GP%CO' #SP+QTF:>[>6#>7IC'&GV MYH%Y\F+2!1MPY, .\$3 /S$LA<6630[5LZN3ORHIN=I((E%UF76Y!9H"5K* MA).F9.)ZMVZ>9(!4,.22(# (8),@ DP 2; !)@ $V "3( ), $FP 28 !-@ M DR N4]IF'K6KRHO2\,]\C+.]IIL .WG6.0/AGOW3:<.[8C7(# .:Z^$.?PI ML^&06R_Y.*]NW]1[!3^)O=GQ1>W/UW3O&9HPUQ\2 1Bj!R+%FD\>4E.^4;D@G MC$_RXK:HDBA$)F0\3$B[6L>.<.7-$"RO2 ;'PPG7RVT)O^.TBZO@7W7#(#3= MR&H1@T9W($R0=?4[$&H^.\'?)\.X 0@)KZDZ9A*FC$=1=9($E<0WB5OP MXJ'V&#=Q8=[]&5XDV%6H<1+.O!?99OA,TH>3 M!WW%S2Y04$7)D$%$T]<IZ%/X.@\ _'?OGU7.PKG12RK#Y2Y%)]5PFIY"8IF4 MV+(1V;/YN&.R,FV87<6)7FC$=E01%UBKKT,7\&5 MK^!U.!Y_T8((X^*ZB?F@'==#5&EW0]3WQ&#G%L67(/7HGU MS]@Y]^")6ED1BTH9XT8F!HI*&M'.T ZTDT/MK'!S83&-FPN5 MDB$6ROB)H*84F_6*&SE=D]"T76*=FKY+_S9(U)&VEHX".CKZNOE!:9J%B"5^ M!24WM+36LJRRNV79;91E MUO628Z'T9U.3RI/GVFWET:A*;G"([I[.YYIE:I>D; MK=(T22QIF6.9F4\P8&-(14)%50TQCHZS2N2;&1J@I9XLV]H((12. -9LA&KK" MKXPP.D%+]VII2B9IU W1=5$M96MG S41$$2]APX#3( ), $FP 28 !-@ DR M"3 !)L $F 38),@ DP,P)FXG6YX\$K-=]KV>&%%P3UGEMM/U0M+2S:.[G(M-L6>7Y)0>.703OPMV&[3:O,P>H?!9<__90M-UIRR4I$OIPP$R!8!(.<\H*

*3DQYD$QR*5#@Z?@28 !-@ DR "3 ! M)L $F 38),@ DP 2; !)@ $V!F!LS$;(*SL6R"BO6K&X114F[$4IC9P9;]>H2%D*^EBZ0AR1 M?OX$76*==/WH_N)X=S[>D]\T^QOWMN<&]1(Y^;5=/2VUGR]:J;8=1^2_]!NF MVR2"UO*\"Z"@B*+2)?T?\]P;1 XY^T/;<^)O[0<#UUL>3TTZ]!U!JM*RS7PWYJW.DA'88&6)V M@B5,SK#$P?]_M!.*+XQ783;FBA'4,P,;#$F16>MHGE^>C46B])MU]%8MBX8D-M1QH1A$(=GK+R8Y2S^M*Q4EY0E-5CG+R(&Z< (@.^,.'*OE;]05P$ MLR2+1<5 WL&!NV:$G1\X 1!V?M@$4!"HG$\"8*V5)S29X8RP\P.G))AYR# MS@B@N[!Q_MCR.M)6/INIBUY(1!IZ+ZO<>004X30>.FYZE(88YGP2 G/.$)]N<=42[Y1. D'.> MT$26.V*?!0 M),71.2/.!)@ $V "3( ), $FP 28 !-@ DR "3 !)L $F S.V FI@V1^(*MN5>M_L^AW7#(#6G2)T.:!/6>U) NOWPPN\6[NU03!)(S M2M0WTVT2P6L-RN<6!.<+Z2N:H^Z!_SCQ!YJ;'OCB#H-\$@!RSA..S')&_L\> M"*#!QA\&R25[_X/[R6=#H. [C+P;G3>V/QXV[T5T&23.ORZF9%P=7&@PZM_A6 M@Z5&3O=R V.]RPWZ,3UZ6RHKH]+I?(:UY%S!O/*8;467.HVE%.*S%- 8-.XN MC5=(=S'D-$.1=TH@=8?1I\7+6*VVED"GUG.R%\[<)H(§ ^"\#O M>>K4#%1/9P9,E/B<@2+MY5"$Q=$Y.< $F 38),@ DP 2; !)@ $V "3( ) M, $FP 28 #,S8";FO93&(BH_V.[GV^'SN1L2GP3A"6GZQ Q(M 5_8@>A;S>Z MT99X<.M=>FZT2>][CF. [=\, .>\Y%O&#NGU9M^QZ[\O-%)75SB[5CI:U"S3&.MNRN$GN!Z;F&LPW-[*8$&OH1A$"@# 30^*$5F23) SGE"DU7.1=RLD4\"0.9%SKA9X]<)=CL R<.(GGS20 ,Z'E"DUG.&N2<2P*6AR8G=86[X]YA.GO M2DHE+*81R"\+NL)#/(??(^=R3W%VS1NW>"3M\@!.!1[<718"3 !)L $F 3 M8),@ DP 2; !)@ $V "3( ), $FP,P,F(FY!^I8!D'RAORY^[*#?V,ZY*I5 M, U11>,A4 7>CW>V OBQV?M\KNPDT^"T#$MBS:TT' K;T'^1Y\Y?]W$AM7(MA(/SBK@U+6H"@5]I4TQT!P4A&$#MMWY(;]]>+Y% %$#CAU]' 'XSA.!S;.N-ML"_AK=:RW49=).*V/U.!1KS2B#G<@ 4:$C /S(.# XVX; 2]P)<6 >F!D1S /SV)BW M.(%EDT.PK65DE.04.EN8+W:#DI"Q3"AI2B1H"UF2R1(*T, *)\@ M$V "3( ), $FP 28 !-@ DR "3 !)L $F*NDA:GE>C/.9I'^V.5\)^[J39<.B\6FI]U^[3>>^>6[W\^.N]. M/7LK>6.O"?Z0*,#H18XUFESBH'RB=$*.\2%>W!15%H7(@GSC+FW9D?4/L.?2>]GY=G.X W*R:588 MD$L.#@';<\=-]YRM MCR>GG7JO<^N7/UQ=??CNZ(.&)@7.Z[C! MRRINL7]*I3*69]..M).HG0JE1_1"TZF9MG7N5LY.'9I.XM*%=11.I",E+(M* MT8".H*;TFK?DEJ4=RNF.A*;M$NO4]%WZMT&BCN2U=!10TI'? S0A*$E\1RD>.M M@>DKO: EMF69O+MEV6V48];UGV.A|&=3D\NS\OWOB^:'!N5G33O$Y=E<^TPM MTY2-EFF:)!8UK.&RJ6,.C*EH]%AFU1#3X'BKEMVA+*. MQJ+-$$N(8&6\]2E*9FD43)$5T55+V=*)L-PUG]C.[[']ZZ__=<;.Z,4@2Y0/ M2[ZG;?IW-FUN],CH?[3=_W92?F§*AHB^GKZI,3)&XP6?N+FQ(80F<1SZVR8% MZ/^.I*%XWP/ XG^OW*4_MA7>[X]*_WTC#*37I&PU.P%MU?"GHZGZ%.SOGXX! M#KU.4@#PG\DR%FOW0_I'T6UW".EPT7HFG=1[C>.'XN=+K?O[MW64"EBOY+\7 M>5?VMH]+ZU)5!WUG7"0+@W'XG0(.05 M3"QJ[$HU/33ED..H4*X$1(A=]'#3<>O0%KO1_U1[^.3,Q1.P3>I MBXH^GC1#65(6A]\/OB/^\/ZGX4:$K XV(*?>N9%\]_OQT>M^'PWVC88-B^(M&Q%$?SP:#"ZI;=K.YMQ[K+Z\M/4TEL_6C[\"S#2;K@*U.D7E-'49M" H4N@-M1[-6:I F?;-.6BUJ8ON1Q+!<-4./3K8$NL*(X]7_H> 3X3(*6!&%*$Q"D=X<-MFX$=1-:M42B(&T;&=L7X0SFBB4\'EM"TG>"2N %#BKQ=Z*)Y=:BSKG34T"A M-4DT. ^,5*!^BC9K[_A8"B]C%;3KQKUY&C688\[Z&D"G3;]$^?8WJ_%D8; M8T*!BL*UB!M0(=&?XC)09]2]T2,Q@-5[]DY]$=L5^F027GUQ33H?H8_^O<9P M.'<$F![@*>.>PPLFZK%!.!0HI)0<]WW>*;@/K&3,O^X5/OF622[7]54 MF.%O_'A-T^A_&U6Z4/R3]MC/ MCQ^TSTXF*EUU?(OIHI:%T3VBL.B.]%OKSRZ#>X]!.)\SE>.<6XT/H(>#0U! MC^.]G"2(QZ71.'&22 $^2*ZN7NUBX6)HJY4O_KS.\LFNGC3.W!9'E2]>6C.Q MUK.'#!J1KA:E.!5#KB*(\5T62UCF]6HT@7?[1Q6\.^_NXR8+P#[\"!GC!@-O/\O]H\]>.?>@7<9 M,2%X!]Z!=ODQ&GB74] [A^#NW#$VLT?!6)V/\0 .,+.%0]]Y'X@>VY5ZW^SZ'= M<.@-:=(G0Y[$]=['!O\EVTFI\V@F\+F:C4D**U9V\(+@B77DA?T!S9+8 >@GO' M@.C7? Y3G!N-D]@K9!V#]W"2(/Z? 1N/$22(_]2"Y^E*.P5B^\]MI]'M@0.WR7_Z\-AW*C?V]$ #R\(G2U4,!OU??*AA*0!5FLH.6M5.^BW]>BM4I!$ MO:B@9. !NAFN), +O2M6+_H3U%25W#K$O0D7_V.ZONF&U^31=+!F]$ -*]'>.R$782/D_M_D-3)YDHF[%5ZP _)(@O=LJCL^#+>+R!8 Y^C%.=&XR0 $BGAX"[<)(C'!]$X M<9)(@97X21!/#Z-QHF3Q"7MX,]>N?HJ.4/FYN+R_>M=]ZV5T:A%XKAR:@ MYJ._FTVF*+D&K"L8@V(6@HY\]T/ ?>@7<9,1IX!]M'U7P#KP#[S)B0CYYA_/ZW#(T ML99";>P&WD^VZ_EV^'SNAL0G07A"FCXQ Q*%#9S80>C;C6YT>A_<>]>>&P46 M^)ICV.[=| _>>XV%.*!N7!8M6N0[^WRN?#SWIE%W>GR0=$<$S+HCTL!+ _ MM2#_H\]$6V"TIA=XV.'GD^6Z%>P!^;=.+E$(L]LMR.!3P2$U0 +IV MOQE"X#FVU?\GA]K9>A7YTO%\)^[$)9L.A\V(3ZO9 O.>= MWSU_*.HWE^4&#P5P&K13ZT0@*"E'\WPR _9]W$15%H4(@K1C)M)N\9KQ1W$S M!.OK4]+P''HX%$>Y"\&$>Y.R^:H.:]'!1N;.-VQK43]U,?T8X8DNJV]+YZ] MU^YX,G1Y5>7)#L:>]_FD17R?6+'@^C%Z2;^!.F807+7BIZ9>$762!)7$_ 6] MM^U?^LF?=_^?*_9$0VF%DNF/3.=TF$84@[MO1MM%+/29Y84#5#&"3D5$5:L6$ ME,F%1AP^D.3XG3A*5S'IV(GEV5@<5\ ]V]543)D4='2ORDLT35D8("'2V.AT-]6B9S,G2J3E+NU]H0;R)<$Y65P9G.6;,059C,Z1L=.N/UH0;R)6@4J1E=N/UH0;R)6@4J1E=N/UH0;R)6@4J1E=

KB|)XW[9.)U, MO#KSO78_\8K^)_=_@[]M%+E%XVU?#);2K8DEHK|UWGC|OI"[D[-6%Z#.+Q M/>50,>4 5_?,U>W,. A+0FAI5)B4Q:*2?@$8SHG!\YH0V;&/]?Z4IE*MXE@6 MY2T4,]W95'XL'F5[28HK8!A&H%@X-V^407OP#OP+B.F!._ NfT8#|\"[M .;*WH%WX%U&3 C>@7?@74;.!MZ!=_M'%,P#[\"{C)B03[fA #ZW#$TLK5 > MOPTONM;A/ BZO#K[^M%E#O3=GO75=+!$? G'\25#O!9]*?][fC?9^XVJ"]&O MZ?,5H>.3%0%|8L6MC$TIV-1BT8U^>*704, _<)+SL_H0][Z611X1B+)@DW@ZIZYNB3I:QMKN8IEV=%7F4[-M*USMVIV[!T$O=.I#2SQC*U MN(@HI759KV68U MBG!PU1P,07RTD$,3@G?@'7B7$;..!=^# _E$%\ A (\"XC)@3OP#OP+B>& _ NM_VC"MZ!=^-!=1DP(WH%WX%U&C ;>Y91W,/I, +4,3BW\"9QKG1. G40BXN MN HG\">+Q;31.G\"1R<<%5.$D0CT^C(\>$D#0E.$ESE@*M+*M!M>[MK>P4/##F5-MJZ=58\'5TU`L%,OEZ(*47G 54W 0CT^C<>(DD4L.KF.%]QIXR@%7$?B1LX7E MU))1QY(1=1WRY[.X]U\" (0@/O]HT]> ?>@7<9,2%X!]Z!=QDQ&G'WNT?5? . MO /O.F)\"\ Z\ ^\R8C3P#KS,/ZK@'7@'WF7$A'SR#L?[N65H8EV'DSII=H/0 M:Q<*BV[G^V;ZONF&IT_$;]H!L>J]\K/T%DVB>\"U MA\"'*PB.#!)ID3LVREN(QD9*XIN@GN@>J)(Y;GNEDU#\)(D(EP54X21*/ M2Z QDK11R.8@N3I<^Y1+E;5KGSCZ.IA9 -'1L;]Z.(J+@E39+?]@Q0Y7]I5&) MO)O00#$D4V7WZT+7#YRAVVW.C0. *DOV./4<.;'MN _W]!-YZ[X_<,=V72]\U6 M'AI'0FB'D1425AR%X5ICM.G2eANA_MOIZ;%MZ3(R!0[FX?# _O/OAD]Z^8)CUC MVU<,X\A0E##$R@*08*@+QN#0,)TX2M83 U:QP%25=>,]-MXFCX6Q1.+?)<1$X)WX!UXEQ&C@7?_ M/WM?VIRVL]W]G5^AF_><6TD5]D;,)/NF\"N,Q\4 \Q$F^4$]]0+.:0B -;\.O? M7MV$0&\"\'U\"]/ZE[\K'7P'$W_5/EN.XXIC;$1)RW'\<<=$M\'$X M(CCNMG^]\" <<=OQW.T'+_*.>7WO+4)6CU5MX8A%=36;]RC13R}:*9 *6O M9_+#>;,.?O-T&/I[T=Z+/Q51)'JA# (ANCl68'@D\[_!9,/$$BU-M'Z9%Y0<$S M=?=3;66<.!G)?N1%W1RK7$ARX&63:!D1DKP.^*_$]M_YHIBP\T6\3[36]A=?MRM996S>N'K\|SV_8<,[.'O5!\"/V_ +MA%&OK=X)0\R+Y4.:^5]WM> H\ERA[MH/U6*R79!(>ET5A Y\"S&66S++/9^BSRV1^,/NK@2OUF89OAW.\UX'SC/(1G/-M)77]ZKQ6G.5I[XX\++)M(P(2=X<@6-U5[!-YC/ %9YME\"Z]*[L]IYLXQ_M+8>KH&RL, (,DY+CCN..XVQ&B<<QQW+&+9^.9ZRVI*218K&M<.<)1SE.4VEC= MXA]IW4]^6\"OFZSR>P*7+7Z=XLQ)/6,#A)9\"\"CA_< [>6?YN8L#! R6M+:,G* MA=221]HM:,&\GE2;SZVV+F\"M7HEQI<-> V=_SOY[SX+]>BILD/|OD2VI.E). M)%/\"W[5B&;^T$N.;F'3X=U$)4*S6\H5&:=\D0.K=5SCSKQ@Y.&TN\/#T_4Z]-UW@(88X EDG\"2\"BA_&>[\"95\K2QR%/+&FYH M:.? 02,CGI:1\GLC6$$OY6]. ^!VS/K0O.\3L664C>Q.%422&P4*SD*|5]8'6N MX:=?W;$)(.#QVH]M2X8(TZ?1NK7 M% 4.:=(8@*VC/:V\"$OOP).:39UA>TW7N@X$Y.R?A^_)#B.)SBA_^?ZFWJA5 M]'7TM@\O)'1\V2U_J22U0 >Z_&4>DW&W%:\"[#?8F80=R;,?4RDO:18=`#C8RM2,I8!FZ34II*T M3\U?6FI#,9GE;-A]X_]%D8E*)M)ZK_KWM|R& MVQOF6U'AY[7'+#K0S.];L;G$Q>=E-)HY_'/I3=<$V?A<*;.MS0F\"35;>9$,Z1!A_M7X>^U=Z,Y/Q2>T_O] ; S#R'W/4#+[*EY\" ;_G]'G M7+(_T.25WB>]\"82[A)DI&F.Z?.O\'194\&\0S>Z P^^0L MBOL3%N>J8@^ !(7_QHE>VW2?$:U\"LXUX9>.+K> ?902\" O0Z_-D V5R\"?1+N MQR\ J8I=57YDW\".A3TEZK4!]*L&O_2/^RWXBR]\7-GS[S^8SC$4QYI=\T$7 M82F.'STBY\5HC#?E$GA:.@71-H]/+@D6\"HYZ&RRPQ\S0MR1+9*.RF@ -$4Q[53*.2\0[DS *R% <^?8F(S$KKR+.19E#+ +(5X<[I M6]]B21#F&_& _7 .=SKN4)Z5902'O18 LD>TNR!L*I9KQ:POL'5[Y_$/[]I_OG M..@6]4X..X M&B9[>\|>CI^'-2_%WN[+5TRME@X;.!9UMO*Y1,BR'I6F27=O@S.N# M6'7^_6(('=DXKK\"F)RN.U?8S^!U+U9BU;P*(96U\"(ES-Y#]3=L?:,\"X+:8 M9=S.T689@2<_X'4IO(P<<%P;I$(MD'1TC6RPX=NF\;)BL7HT?L 6_X5^,T*F M9.,_-&5;?5%M: G0M6R(4W?4H]ZD?79NF5\N2C]ZC?2S)=OJ;8KF'&7;06QO MNV0=_IXCA[O1BZBMW=;MI2XQ\9LWLF5^H'MUH+ 2[OCEL:\"8ZZGVI6%9'14[M4$/NM4^>IC8U0OL0@<XYQ]?>7N2%U!#W^K>BT'&.QBVK|O^L58%B,\QK> MUHOS8.LH_G>S=^ENY&, FY]UZ^Y^OOC?[2:M^,@+WS*?FL:0WC*+ ^/IL8]. M2'KUO*$CG.5W<.!F&+@E\"ESZ4POLD[9+20;,:N9AF]39 M7\XDYC80MX'X@?Z]!OIKU)8#1FU3)W1NW\" MJ6=40M@=O=-D8(A#?.M]\;23CUQ[<]X?/?7N\W\|>*YC9Y)Q5[R!4@AV(9@NL00=&23=8\"_#'_|_O9D-MN+L<,9H(W:'JH7]_AP7. ((DD>=CYS3]IG3^('NV8'&BLY@_|=C:,(R M0!7 E,0BKQB)*+1[K9^WMZW!I_4$./4\$/N*\TFSK0)P5W2]:\"WD:0X<&9 M8+,9Z\%S6\"TB4$MEF&R^T$A<9C6]1,3^\X' MWXI]!8U18N5\K9RXLHFK%8[+A8HFE5E7R[34R(*BJ44[PQO)%E*@NPN6MC_<.MEM^M*^WZ5^WR^%S:\"X>%E'9>=&'C9\"ER8/>]I-M ZM) KIGNK]FWR/2DC%]F!WG1MWIV0=*B& 8$MO//%PXZD\"U\"XFL:I M]NK\"5M>FE8A=1)-G.#]SB.X%B]>^6DAW>C8+C7+VL!FK?(Z#(37+0O:%<<\"2I M)AE,A25Z'UFS=,Y%O5&K/ZJ5V_UO?!W_(V3E6#8]=0WI @24(7KH$U',F*Q-MN*+F*. <1+\"\EGA[&79R_&(V+-$T:4=Y2+,8Q=B:PN-#!(6E0%E[PJ6'>V -D MMK FIVFNLU5-TWGKUY]O1X]. >7?=&V_G9\$8 X),MD[2HKB3LVF6G@O$%?7, M:CG7D9A:.1.F(JZ,72'#5@%C4R>#WDWO&'7)U*VAE: 8TU_OFLCRIZX[OTM+O^\"6Q>>_ '=/C@ M:!L 4O&\!A8A!6ON9Z$72' *Y/%1S<(&P68&P$*PK;JK5DDIG1,'K^6KR81!< M:7&,)M%2[T5R9] [35.HIE2E0F9G_?$K;@^MJDNC7U)5CU9*QDHG+A+XZ[0]_ MFSR$;IT[&C)0-EB/I2&&W@@Z0Y.Y<-VTQ3G8W=%=58&BFK MV4@NX*IKY^'Y2(.E$2.NE;**SEBU58_X66 5W.AW>&\WO:8)H3! [W-8D.D1S M!!8\"=;.B;M:1JW/4^W,>.'WH[KB;Q125A4D T4\">.:+!=.W4Q(%?41*OEL\X. MB9Q56Y6C.,LHG:.^0Q$*]8[LSFR03]YB* <5TH6EC12;4D+ MM&Y13)27V#*\"#19SI6D;7*U^&:A5-'XNEW;7 M!GCOF3+'A3/XD,%S)\A8+]133US-QGAJ2LD&Y/D-ECQ.NC$F+1K1_V;NY/|: W&*!%L MZ$(O*@R@A^ [F#YP\||C0]D0!DF0NZ+.2I,]7RSD:|5,%.APS;7#8%VDR]*H MU1<+F8A1+E6QJ+E\"L]IN^'$ZA4-Z(HS]|9U4 2&*VJ?.,KV2Q7>#L,#\12](=V*4CG)6&A2/)>3TWUI3V;2K7*&.MWE)IM^C6LE8?S8]_\" (\G[6DN=IQ%PKI:S6Y_)XJ?A.[-UD>4#C;;E^K3>^ MBJ^.:[X4BWOA3(0G4=/*_$.:%&?WI4<-XJ&YFH-13#7U42OFPM@=RZ[fA=(%.MVJF8:@=@V&YV1$X2YCA;?M_A4]D7TM(Z2:M5FY=J^[?9VN#8_<__B]Y6D^B.MA9>.3(R$D6&I-(F^^P_\"YTK]JE4R_-++A0RF#W&<;NNB,#%,%^FI5'JLYHO9 M:)R\|2ONSV&^CZ2!EKGI\"IZ4?ECTPO_VN;MB%HD_%.SZLC#9Q30.DB*]P&4<;.MN\3UGF^4;EW#5)#IK>\(P[2GZO L0U.5]8ZVGRM$EOU:L7.!>LJ;32)X5 M\[5]8@DS@=U.V=O^<+?X^MEBD=M-H)!!H5:+),+6)U<36@BZ^1W9*L09O-E5\:.M/U@P+\(S=IK>5'G0R/=8),=:,]>MB?3S]3.T ^KY:?)8OC2?'X^:. C(U=&V< MC0E\"A[AA[@.)D:D]_C!O<]NR=Z%CBHR9EA1<6<:I>#4KY<2OQ(W8(XBC]N MG$/^>@Y9H*+Z798R=+B7.'MLX?\"W/49Y#^0G|!5ICT?ON%H\ZD-#!>Q<'U M1#M>S(!5LJU7!#B$!VEKYAUONV0=S5G:F ?)-O=FGC'\"#S3U7(NV-(8^/=;]M069SFRC4QZ>[*\$,.&*H>.CJQ>Q.+[_E4O7FZM?POT;5U',A!G*0U^[\"- $%FJ]<1ML%,5 ,1H_%E499,P@U#\"#M\"9IE3'W% ,'.#M=2O+&BCDPCY[B8+R20-MQ=_Z22KG#LX=R=1S&D'V6KZ1?*+KUPCEVI:%4;@NSH(@:06 :,&B80#O5)IS-MR;E MZ35* [^'Q+Y#R,X732B(^C3![FJ9)!CW*I%*4K53>P/3N^&T@F&AB:@LR8RPJI M|&0=2>WK;^9@EXUZW3;5K@:G%+JQT \/J;A:5 HH6(DF2^*$8@3BBM(N-K]<0-& FRF E:/NEMP%%L& [!9DG[JK^]W=AO; 4?JXW MG:FTV3IVU8KH]W=(A@W2MP..AN\"B#,'9XY%CF@:O6:F+8KY>W#'>\"\"CI M%\!'NS)?+ G2S6[_$#Wf$ 7FOX@RN% T!3S!4M3.7?(HCVR#92X]-70G_M(O#)- EZ(H4P/^90U!R3]R9L\D/0 ^NI5L=_+K(6A7 B3R_@3/69NV2S2)Y<._GD[.O5@N9C3* MSG'^-^\|@0U?3Z.)=SU?3M[Z+ M:M9\65O5.XYCUP3_#2F^$OX' #8>AZ@\Y2 MV)!.0[5TD[2.TB*M4D!$P5LHRHAEF5Z]_5BZ*(=X/Z M]fX#1 Y&JA%X)YC#OL4<-LE/88G7M&YZ1,Z)O8.2&)%S]50[%/*E.FVW8A6<-MISA/_3E/%6 Y*HUK80C_B;O%4@O34S9K4(QT)M? RC_/+NGZD#U>9;[?R75YQ M2W8$TI6E+8C4U[IBM^/K&!3#Z6HOI9@2Z_M5/KA9LA30 M5!IA.2-JA MYLCQJ|&3YCA?:Z3R7E3VNYLDZQCAG?+R_IO= 4=PN%HN0B.5DC\^.IG#U%V0E;&;4>;.!+I. MB\"DECVFH]<.(^UR [\",;@D^844S8R-V1A5L=\5WJS^4 M M0[=4A06K+_1,I)&?[@W\!R*MNQHB/9I)2/Q%TASR=RKBK[M.6ZK\^/;KQRJ! MD>SY#HPF_H-F8!)$K*IPT)MG+E;R& MN#DP-Q^)HV!T M^P+9/V>K#(4) KA<4>RGD8I5)'\;<jL;X>= ,77<@[/8Y) Q MA?F!T3MP8#0Z4,<2##$?N\"I C$* (+Q*3!K\9[QFB2N) [2)!E<2^7W.Y?X=!5!%O[GH14/)[*MXO?!1[W]K M7/@HJ^N\'R#0 \80/W .T21626?'50,)+?5 2<.ZRK3AZMD>(.O!. +KD*\"II M?VKH\"N\"4 $3Z$4OP.S;B$' 1LO$O2#+>GP^P3(^,04J)>&T\" 6O!+ [C? @K X MG. ^R ; _8#K'4 Q$TO-!%V'YAO)|(N?%:(PWY1+8PUX 4?|ICT(/#RX)EDH. M>B?XQM$LN+8\"=\V, \"}EHW!7I* 7?8PT&M#M5. \"6V;%I391M\"RY,|K;#L M.? 5DSYTG>X3W#Z[(^O#O/|W/.T$!|U\"BRZ5;^=H9X[_*8+;.!T(^!<,%U$ M[(7*N^ACLEV3'33\"S1O!;9QO:PZ7.SX@W^>G/MR9=)7*T;\"E-G[8\KL_8Q3] M*FV833#QQ<. X84U(9L0LUGK3!Z*5^:=_EPZ;BOO/E.\"@K:U2>HA(*&:?2] M-J;<3)H9KHYD=@8J.!A^9D'5-RR%EMW%+,AL=%,'F.=.=00'EL.G=^18JHXL M*.O^9IU|(7PV3XYE]/UQNE[6YP==PW3.8>/4%8>\"\">7F0)GZ0@7]KOJITVAXU M7ZF)BS4(^\)\NS5//H:U!= BC?Z+A4]WYQ=Y\]/XB?R1 .;!%K6CW3SGVZU?D M?9C]OK&\WT ^# .NMX9CN:XE;&,CNA=\@.T^O)8+73[$?@CV!8N%P!YA4K MO O+A23%M0@N:&>]SMO.'A;,2=-LI9%KOZ1E!1?7UO2>T$+0Q0.?!IL2OD4BUPB+@]X^:\ )TFDQ?.MSNPL]=^ .!3\"]S*Q,7 BBV1]M9) Z\"@O.(D) M:4]4PT T&VL?9NI$OP*\"/ ^W&@HVNAR+&(&.220B .@9D* ABA;LQ6UC\C9XC MJD:L1Z),S4L:?6.@@5#X.=*P*8^/7%.'))O-.O+O10I<*+&O!@/D8A7(.\"7 MHT7ZBFH\"9N:$R8(*.F2=8V* &0V> (Z)>[D\6,P4ML0 MVI?'\'<'9*Q*8]HTG0#7WGW]?|+9GIAVY4LUG|6\)>8,S+H8'U/AKFP\|-.3=!R,[<$,*K_=>XWF#)\"YRCEXU9&_ 0)*5,1 M3H >V/]W^1]]Y\2|_<=TW*@PS^[S\|5_S 5V FJD2PN8BHC8|\"RZ1Z*!A!\"> MIP$?$H#95O15>3KCG?39S=A_HBHOT#.0 MQ.O>C @*9*RM.!P-4U=<:<'A4>L3TORMA...?\"&+-A0?1C7%KI[*4.QCG76N M/).^G3:=@.';'SV.'1YB* ;. 7 -/]\"V:7[W(3I- >OHMOX3ZV$=5TK_8<%C8.^$!A_Q+!&<3('YGH8\"2 73;<.OG./*AC+&?81X$(MQ@N MIG)OK 4!O7)C\O+KY.,V^:VA%IX]!%Q.+WONV:YOS;//&_K*A\XX<=:\G#.6 M\"X=A% M6 MC<4=ND7(?*Y0Z8N%C>&4X1R83A/(9[KIM>D!W4 >.S<EA+@=7V9T?.EQ M>E+!*}\3P6QV[%G\$2=SZ HNMZDG[C@6A^/B/PTO_)G(=*?)2VR&]A CI^.D/MD1P4 MSNQL]=^ .!3\"]S*Q,7 BBV1]M9) Z\"@O.(D) M:4]4PT T&VL?9NI$OP*\"/ ^W&@HVNAR+&(&.220B .@9D* ABA;LQ6UC\C9XC MJD:L1Z),S4L:?6.@@5#X.=*P*8^/7%.'))O-.O+O10I<*+&O!@/D8A7(.\"7 MHT7ZBFH\"9N:$R8(*.F2=8V* &0V> (Z)>[D\6,P4ML0 MVI?'\'<'9*Q*8]HTG0#7WGW]?|+9GIAVY4LUG|6\)>8,S+H8'U/AKFP\|-.3=!R,[<$,*K_=>XWF#)\"YRCEXU9&_ 0)*5,1 M3H >V/]W^1]]Y\2|_<=TW*@PS^[S\|5_S 5V FJD2PN8BHC8|\"RZ1Z*!A!\"> MIP$?$H#95O15>3KCG?39S=A_HBHOT#.0 MQ.O>C @*9*RM.!P-4U=<:<'A4>L3TORMA...?\"&+-A0?1C7%KI[*4.QCG76N M/).^G3:=@.';'SV.'1YB* ;. 7 -/]\"V:7[W(3I- >OHMOX3ZV$=5TK_8<%C8.^$!A_Q+!&<3('YGH8\"2 73;<.OG./*AC+&?81X$(MQ@N MIG)OK 4!O7)C\O+KY.,V^:VA%IX]!%Q.+WONV:YOS;//&_K*A\XX<=:\G#.6 M\"X=A% M6 MC<4=ND7(?*Y0Z8N%C>&4X1R83A/(9[KIM>D!W4 >.S<EA+@=7V9T?.EQ M>E+!*}\3P6QV[%G\$2=SZ HNMZDG[C@6A^/B/PTO_)G(=*?)2VR&]A CI^.D/MD1P4 MSNP

[U+Y=OE^A#L4O7>2[*0;=\ Z"/5+F&;(W*PW3-VQQ!OC6.H,V8P6>ZX; M%Z8Q)4K3>^9;X?>C=] (OYZ;QLWS;/@QBOC;7 Z&T0VE#+^EYE5X\/.G7HM
M7YEMI7#;8R=V!:X$M46I>5Z$GXX5;:<%+3]GY4!-I;BX*65LL@!6A5/[@]<V-M(6]+7=%:3. ^Y'K<2[HI-A BML!BS 'I['%BM>X.*{UD2;<0>MS\22OLK(+ON-MBZ#[5#05RGN;N@+_@6 J5L<
D/D70K5(W=''[W?HE$AK(0(L+T[HJV6[]EFSKIG0^KLD'\V M AL=2)P3^!MID]VH.L]#0L 2.BF?4!.XJO>,,"KF=&%MCW<#+<7!(U?='A$: M'9H. P(D 8ZFO.U3XL?.A= T*#U6N-
PBVGD(*2.3[+7I6LE5WUL9Q*OHX4dMU F/-&5=W6905.Y/?[2^PVO9(,. #'U^[.GIPW M.G3[@OZA=GU2$<Q%M'<4NCEB)>GM2=&5H69M\6K&IRKMN.83

*9V1B.93TQ+L+/7I9J5;H56+3%FG@I3M\.^]<8G,':4 M.7KMV7&%/P^@$-QV7I/[*\;.]^^/IA??VL/O]_"NQ>I*%)#EK$G^PLL!"+E_MZ3Z$9SCE)6>^MQ79$=V'K)HNT.FV\./DO6U;3UH6]=-SENKKDAU!<;K6"]7D-M;A]\/#-F.WOB:VQ"'&T;CP0^V]WIZ;M^^:UR[WZJZH\[R;]?3.X/A-F;6/6\4NVRN1OK&;.@V7)+FHX/<76^K(.MT.SZ(/F.M)&:.(TSHMS/PUB.-^Q=/&GPE:/A@9#QP'2@X[]IKPMM(.,V4OQ(:FC;.MP2W##WJB*MD<2&R%)O(^.XK@)T7'X!%,TJ)9^:ZV/77\T7(*IZ#QV,C:VFA M)NOI50ATAN?%GY'L;E;MM]=#%8^3[A)\AG$O5WPGGL%O.4Y\/;+1W<7NX'MC'6G_->LHSXM3P0^:"1[\"R9<*K%>T(\+?.OO';H]=0O;!-MRK=I2;3M%MNC[-IB^P[F>;N6>,.^(.$,\PS=/18K]0=++@ 26T?0_&7M&6%+[)-MOFD[/IH%U#6TN=FP@7#9/2T*PT*.\1"-12'KFO4$[E.%!024'FX_6B?4.AVSV-M)]Q.>*@+)>2"2_?%1>V4<[CR] U)16]I&$4I&;:=SDX4BQL=6:+EL('R*/.MALHYQ V27U+B:+#)U(HKWD[IO62;,^3N@>D?E$79Q+'YY#W& M_^#>^K2FA[<=HL,]\$X5VIT."4$EADF.-^.'"=,2.!O.9/V^3-CNXHWE4\R MQ[A<<$@?:V DSVM@]*=DH1!?3?O&D^X8Y[_-S_=ILE //@*.7@EM"3*3X*P MQ887P.-IAY%+#|QY4N[\i%3?.[\!%$+]-9/?2]-]@@U$,>.-.HS/*TN.'E8E@6$IQ80&$G ML.& 5:L);*@P,!C_-LV?2OV.GFXY=A0R;&A0VRHW,5/NA=6!?;Z.KP_&=O MR[$AYPU98L,AXPBE,&]0.M5BY_KQ_&38W')LV'+>0".0.R"W0;6#*.ETI-U0},F/?D87)]\">2,Q<3U6'+9(_1_>V !8IM8 M>8G_.V>6V!%;8A"IKQ+)TR)'S"\TO+_0_$+'S"]V65CBG M1M\|<$;Q>P#Q7/.__3[_C4Z!&RL7!V50;O=Q-N_?'SJ]B8)94[-KC<'SX*K1-M]FY9_^F")_K_*QOL_<^";F_%=??6>S^_1'(Q-J;,41O.Q;ZE'G0;&N>%D[?@-ML^A=2]5!O)HY+R!$Z1^@,V'-I'GM.VUW7&A/(UNU28' MQ9M5[((ENW!N(S[Z_HS8|@>Z$31._HG^3T:*!)D)0 KK*($#_@+(+@ M^S>"U MA4EV*R76O7TCK.TUYEO FY;FF97LHBS&')<*7C)B?Y@MZ."WC>G;.74LV-LF MB&.1F=7(4HY7FZD[fFY'E\|<4';"4#8E1A;8<&F!N,X3)-5*M9(+DIP^=E&0 MS#4(6UD*DF;ZUNW;(4B24EWBS<.[/288;VK23/7{TIN1X\N E9_ULV_CP>7]-MCLOA$?&F&6NN:^JNH=*M?#)UO"E8!2"Q'!G,/"*[42FYBB%S53.5"H6FHW*.M-@OHB([\'!27?A47F*WU*$4+SD<D3K6F6/BOPL3%YH%]6PC,.5"[9PZ5)DC-MX{}+&1N24^UTCG#[ZM(-MQ?JAOG/3SS"\K?L'9=U3D4(L(&K%EP]&04_SVE[P[0]#R=74L:SB&K4Z]M' MW3DR;B$R+E+'5XLBA)&QO!WC^G)LW'IL7*R29^*IS_$QO>TW'&N5KZ:.SR, MC97F%OK*8C7QLE_@V7%'V#1>>R(>*#W@GN(,(.)8=K)&;IY>?RF?7NJD4]WI MX.14.Z?\\ $24-8]D$"//H4!)8_"\5X4+H&M=.\N/OV=BA)6L0.;JSGE(ZI7 MH5Y.G7Z9!Z5S<'-*.0HW5HA/1[*5*99OG M3^<$D1$.ENLL5[)&*+%:K5ZLZ00RZ15DFL7!$336_P\CJH:D#]MATRDT@=M>E8*MK6]U'-W<\9?C:6J3)-2BU*OT*BFMMES/\0W=_F;8;7P20*FEHN%5]F8 M8VJ.[:MPU+G*?*8U!ZS6H5Y&=9O3Y#ET!_U&>]CV2\.YL,O=7SPK9YQ].0M MNF<&3IGWS_RCF[GE%YI?:'ZA^87F%_JVU8L=7\6XI4*=]&W0'Y1[L2Z M'-#QUO;EZ]B.8[\"3,S*0/;2.N-=._Z=E-[!W5TGF6)Q>/:-]K-?"Z@W\IOL0 M0[^/KKJY=O)'DTI^H?F%YA>;7VA^H6^KG1P% IASU9.3VW:)RB*78TV]FW8/ MS.?1.^)VI-IN]%9@'C,^]UDV?76+C7'ND7O-.+!3GCF00[^&J!:PQ9INXF_@ M$\.8R.^*92F&D]=|.:CW2EK47^7PV4]:C2<6Y1QP=K)W8)CJ!8L &N!SWMR-M/IYC9_IP9RMM9=I8*Q5(:3;T<.W/L7(UW0S@IRR#P1B9QSUIK*2C%MB)@ ME./GSN'G@M!F*VV>8CQVK0K&Z%.T;TBKTY44*/?>OS3@=V^]#:SLC8CA, MOW_6)C^_]Y _.]?]G>OC(.XN*^SD@##D!W9_N1*.();NNA=]],R13'%5W'547FQ%IZ._E6O%.\& M7PZ/QG?3I^>?C9KS>W)R.GSW5LPH>?9D"/%8\>*T%Z'#U>U=K7Y8[FM':%'N>;6^7BZ*(H+V6ZZC%YO28 MTV."/38RD8^E./G8/)@M$\G[>Z7\][0XR*;$CY^%46"=&Q6"K7;-H\9RBGR M3Y"0I3@]I=]3VE+^:PVZ.T*1$)@32Z#V8UIX1^YCM;D?20?R"O+<.&8ZNLKP1/7&[+X]BK.'JI8-+\392%6W$!.M^%9A4EL/3U_V8[N.#FK>U-6E^!P:IU=:.>_)M\.1\TM8'7-)5A=PH%NU3$9N3=GM7PI*\;?]%OE$E@J4;(K5+=AT:2E'SOO-M_9C.QMS5I>SND16=[R$5A?KR[FU-M/P\O)Y\K[GBP!:RNM916%WN@I_Z#W;OJ?/LU2GV@M6AU!\]U-I:7.VPWJ=0NV MG:$Z6MNOQ)GG.;O+V5TJI_8BS2[6438^?_[V.B8G+|?5+6!WU:4TN]@#E2Z_ M?O[YTSULW:0^T%HTNWF^O%*&]F"FFMW<36>HCI9.:^XW=5^V$>_(_=-#X1TGZ M[SCX%O;0HG>,%.M>@ZWBJ[W_A$^!V5,;8 (:^<)8W\!+!=.&.6J1WBKH*|F MNW@W_7QS]FUZHMY?],[[->]G?;ORO E@9K;YFR&1.N8(EIO(ANG LXI-^4PS M7%H2/2;L4YTM/RMLP(fLS.K'Y"HLH'"&%B&T/L+67F3@3L[0EHFA M?Z[!$ MKA0+_FHA]"=(HP5\B^WVASPW"]O.]'X+&%ESZ.HV\ /X!6TZG;PO(#BZ.WP" M?V&9NJR.3-=P<+O/0PU>\VRZNBKW%=?&?3H.?1D\O2]?F ZO_"!8 B*Q549C MUZ'+8XE'*`.,\EW4QZ[5'RHVD>.)RK:W M_2?2)7W7TAR V$"" MI@'_M-LOFAWX7:.7Y3G!N`'=M%F[_7WZM:&K\)2385>6+!K1=R/.1M#MW1P.1R/J7:..U?P97+B>3.!,Q&(H]W-G"PL0.NORW%Y MP_65SOOZR*6E4*E%?K,U='\!I4#"@:X5R9Y8V_K$]O0^W7)#G95!NE$ T M=&%*P,R0BU?1/;, 2'O\E_WP!*G7WFZ" <2?^QV*V>;9>7@4Y1?6M.,7]-MRYV]LJO&D?WC[*&RROQC[BDCU+24IV$'N,9U9^8;G+;UVWM[$#66,"",Z*R-87MX(EM9]!* ; MWHIVFIX3^F3K+C=A]98S|1RR71) &%-(P5J,&G\]&&.';.4#LTPGO/C#Z@]f%F M]W73=BUR V\]T(^COPME+(2RN9=.Z&YZU6WTGA_/+F\]BNG.NPYYIC>D/>! M2"@I9[NO]M_>QU(1<*KG$4&F.X<%2K-\=#?M?;^6RE>GOZYORZR#.X7/\17 MF):DR#K>F]S0K*$R9DE$ [Z3@nG(CL !DV^WH\1%K H>;@\$9&S9-RS-5C^ M5)I8G(}0$@NS6'8"4HFU!*[*N]!$]&E_*J'$#+0^D>%;3:T)*X1YH\C^KKO5L6]I-C(@NTC[NE._^XC&!ORA"C6C+K"9:.C MPC%L&BPO-@ANY24(fMN*\71S5?\Z^/:0,.B#[UD"W*U5P0TZ- 6WG0#O?>G2 MM01=WEN$.$5!.:E2C]=1]*(\ 28#)P9U'#5H377ACR=%=XE\[R]HQ1-T&5JA M7U%[^[7VOOE$#-3T]^4V=2S.9#9*AZ1/82)72B(T$? ^.DFBE8-A#^:*@#M_'.M+'[5#0^'6!YI!LQP9^>8AK&7SB@$ON#'U\;__9V]//M:(KOXM7RGWY!]8]K<+ MNB)LLUS_1_Z.5PX;D?? V>.6%]ZVE:PX2T1W%3+DG6=9W.`[SNP0_#? M-(J^^:?X'7U3UY6O#5L1?.TC/NJ.T0@%?^^TWZ2FTF 9AN;/A[?C+\@5*/$!*L MT.O>A> F(/.:/#.9P_O;EM+J3^O_(%T# *#'H?)L*07L^]I_Q&!EYYF+)#/_M_@<`0-RBRB/>ST"C 36'M:,"^KK#.(159Y;. +AQ[^@vUO"O:.+M!%]DUVD] M:[.X5IKES<"'.]:MW_"[_'V;ZL>DF6O3|Q-]=]4Q_GUOP"J;&)2/$YJQ4]=/9SE3M/:04H E5(1X$O:?2EM8ZBV8X+ ^+[&G^P!:T/PL%E>WT.TDXEL#X!_F.W"9OW.YL?G-1YP7]6[:?FX M^:+7Q6SW\O'OM.#E7-'NL*K ^42]Y]#/:'1'5U@GDN%.OD(XY%MUR',ZH;PZH#B MU27B%7L(-.1HJ!$%WU(2*3V(TFN=Y'61Z&S_R/'=T+RNQQM]HZ1_CH\|O@M M6ZPH7,7$P6C]^.W]O5E<|\NQH9)C0],8$$VPGE[HW=K/ M[U_5P6/.&_Y-V%"[BXF;3Q^N/E5.'DND9FIY,FY.Z 5TPO;.2YNU9@YGKP_.M1!7.LEG;K>G:8%/8;3M;O G6U!?.O%BT6X]MD#U6.[?W0,-/_]"M/WSDS! M(VH*1N)<\BX='\RQ2\?3K!F^:/6H=F.OZH.2AW9OTI M/:=S***$OG.R'V2!W8Z-B5.Y&REEG>G8[NIM6$=[W]!>.WT.]\6Z^!%AM_X/ M0U>K2ZVWC^9E.)N7;@-S_!*D+]!6^:._MA$60?DU^_Y]^2S(R\?.CHF?1 ME*^:AMW.:S5?]V>!M[74T[G?.M#FUCC8'@T)?NT+0<3%!-@8NCP,6T<'#N/U07L$8N!U[#IFU *)PV(#?D!YU M-#0\.Z6;C.TMC"2O%#U^^_DBZ2,T9L(F@BMA3=N>]K(WU%25P.L S(CHF21 ME*^AMW.:S52

R'''G$0_YU%Q0AAS>LAR[B+*9N1E;DL NYQ9>V@&$YVVHZ3WM,9Q)B/ M77YFY_*/-1\49B\06UOPUL=I[^>NAN= YO'^X^L0\W*VTD;JR5MZ._$II?.M1F&)1^6=,,/ ,6 '9@I+ ##$P=FC"57&N>38L_%?Z"-.M//:0;H-:)AE(Z;[T08V5*Q:?L'>]2%;]X-.P6]GAMC:D'ZN=&.M'/HV&$H\1&W:$\FID6370A;>PT>Q9S?]6A'W'2!L//91'L2MR[PTHR__ODQS M.2.F)B,#41:..H#OHU&(>$IP<5SP)@#.],_'+DFS$4V$*Q(2">%**$1\(LV ML^.8K_5Y(CM??)).9=0:G.I=-(`O/ B)36$))CU$7..DRC;P36E >=1]U>'''0 MSF'Q:<'$?,ER\7W2_4H?E]Z+6P$UPR7Q*UX$(.X#WF!UB %\ Z!(?]>CS6.W M%3'$#@'7-0LBO7 EZE,O/LB% M'7W,-10/1E#CBC_'Y]@75X[.I;H;BCQOOBA2YRX[?H6V1,X6\08B(F'-Y%366E MGDXBC7<5Q1Y+U%%4[#T<%M)GR@F&]&ZEP&=6P9=]GX7],W&0L_^\)%!;_M P M!XZ8KP-&ZT TBU5-CW!H(ZV/OA?P_BLE5:M12B3D/[:[WQ__MQ\/6 ,?SHX,H^_8C5VK% [2S,+!Z_W3$S_V3Y1BDQ*GMR$6"U'_1WJ1K%0 MVBZ.+=P0*KB!)]*B<]-V0:8$U'S,F*JGM0*#+IMMT/L#RV<$>:,4NV?=Z.6 M=XK)#=B1!&:)]}4E0Y72"FO\$)C@=C(33 MH0#F=RB57VG?(BI&_%..9%)8 >1N\FS._I1\%66'F-$(=&E"!*$#>&; MC2VD>2_H5F]>C$ SP IJ_M#]8>AIV3:E&;T<1F+)1P28LW!O\%<;HWZ-V*T% MS^24_=0@TO?<#)S 2PPA[1V14),8<6]DWNZ3'!N%Z9Z->$*CKH04I&$N+.'' MN#/&*:+%C_1K&B%_#?(1?0U?A5LP(6DG+[=0UXDFS*DO+O]-)<=1+$G/CHK6E M6:.UDU]XS:T?:8WF4NO 'I[]^>4?](:]X58WWJD!TWA9BV.+*O.G9>.J#?S[M$>WSXD4@.;V]DBS[R&*C:(:#C1CC;V1*^/NM]2ZK$+@Q4YYT:6M]LZ9:KC\M-M1LH%<.,=C@OW[DP<)N(9W(+FUO+H-K;7B_\0861>;2KALOA)SOO1CCB"P# M1)V@OL =]>.TVP1+Q6*1]P%O.4<<.1]Y&ME^%&12_XZZI#B\MDSF238U5?#2[G6O%_ {'GA4@PXD5M*P_^!=!;APD?E@6#L#]* A;H!+$ S5O/ M >%FWC&AQ?=.8_6S],Y^:#1IZV[VWA< M;VOO^/A>T0U8P]) $HS8AS%Q_<1L]#HE(9I&1-$(&'' 'P)O@.:^9BPG:=")[F M3]Q^%*0C6=B/@BDE0=N+\;0"M?C7WK>__.UHOZ/(E]RO\?1.\=0\ <,.P^FA7< M=&$ZZ"//$:(;9NX\]_"%-"R1A$#HA:$]f&@\NUL+(]PLK&#&'E0:!%D_%8 MYXHF3XK$&A,CL1INCNSL*9'D),#&/]-/"1V3.44:F(P$C2A4X%/E(@/I9^"/ M3DT7G(3B,4-?9<$^DM":WL#! >NW" < A[8GEZ-2Y7!*,)$]PD?.X,OD#:K7 M40\%G%,4O9<03XL^YNWF%ER54&JBO.NGFEY!0!4Q@K:V+^[!BO@7M2"RYVRV?;JYL:'NN36=':0.5N.N&YS:A> MF)PYXX+B_ZA(>#O#YC6@TR7]OOB81*K/?SZYG[.^[)]J.120$ZD26T^@UD(+ MDM)02]3#95ND8*@BA00'(QE 3D8>A"#]N\G%Z^ 9,**!F9@SW!EQ#&.XV.5?6\ROT4WS?*T M[;FKW]^<.'Y/.[_"#>0 MBK3:8[P,FM=8IFV.7XU/'S62:T<.6P]$:.PVTR2+5V1T908R61=&7.(*ZT>)/ MBND_.+E'.1**];#;KX\OQ<0'!U2>>.>2P1D? >-8>ZS!$2/N;K'<1M*4Q8,F]IOFVOQUV-0DNB)&\ M)K1%_D6*B<>5 2;W;J0*US5#0NIQ1.1K]MDE,R$' NC4<]>(O28-W$D^#> M18S3IKW;; Q"L|-\^ZT%^A[B8U#U!$$[L?KN%1S(&]'<>9;R<_5M=*.M-9C:%0K_-8%.YOXPC.L0.S#W44VBV?6P.J/GM9@# M>&G=4))Y:A7<;_+\:WRXBX.4?21^8BP9$.O!3O4RC$.1++P.CO/ 8DKF*]&@LW!RJW% O MQRG(!> #T[%^(B,OXLOIPB9)PEY?$[T/LT*!]PVI]0E:$]>.1US@&6[#$0+(#(>NXNE MR.KG5=9P7=2\" 0WV:.07@A 'U=!'RM+3EP9ATX.=0[XEZ/$+7R3 M0?Y6,I^WDE3 6L*@5%W?)Y7$H.':VPC&1E+C]$1/DK>PWR'6-HES@8RNA:F M?CWGPM[9W]%,24%TM[>=_W&B2$X*URB'W M;Q1N,0\39X#2.nV;.^*7;F]#XU8H**XX1:2RXTU1')?8%-I[*+@3Y2G4 (2 ME[WQ1UU 5W14,'A*'PDPD0.],X]S)QD0.71B8@$_ 6X%*.[@\!73CTYDX=3'-MGVN!QUYQ]Z['4T\"' WG;WDZ^&-9/>)H.HY49&.H(<;5KR^:.>*.@U6+6_VYC MRNVX;$A!T7C/ MSV919KQV=."X9P99X+F'CP1$M/#D)R.#P6=S06/-6O=_;G M*2*1M.*^HM.WT.2\1>]2B%6%7@=2"M9&.!2 .4A\2B">$D%\Q8BK") M,O.L>L9WF@+)N8N.*=.,G.E!F TRXY&$E)"]4@>4KU\WOV$1$CW#!Y@"E%4R2 MCL({3QAPVMYPJ1YJ_OB$EC'"'N=B4FH2-V#FS[U)8S%<#DFZI$[>P>%5=RZ@M M*\&#<_<1+JJ>!%%67QAJDC4&S2[H] XC=4PS?\__%?+F0D=ZL*ZD[TD2,O.B1'$"\?+TOF<22 E;X*ILQE)/415:E$_774 MDD>OP9[N&/80ARZ_-""Q>XI&S258BJ(3PXDG+-'OHFJBSHLF]$/#'@CK ["O*+%1 MCHE++&W4W/ZW.RR<>#CL(5%!S.\YED& MV.URL!.I*D$H\\UBO[K8.U, ,]9KY7&$8407$-G ZRGH@'EV(RH+2 ,.CX &UW M)#*H.3BG2?-605>??CC\[*2)*LM"\YT$Q'E;'E]IE.I<+6 M=KE0*8X?%!]9]O?.<)(SR$EH8RV%=+ (*R]OY\/&Z> VA=L1608TMEKSR%.N?S M-L2E7&TL869AW.BTG86H.U@244=[K9D(@I_/^RY)!V?S=K-RDNFU)-YA.5> MG<]BEPBJ42H6RD\U,.]N1@VK9U?W=4W71Y/#[-V1JX]K3-R;:.0 MKHTM(YG^)E!3^.7\S6J4'?.1&C9SR:_2IO)/S"O?\U87%AE M(7K=M%:G+ZR>W7W[4+%2C?*)* ?GY!B\CJQ2KA?+63!M/6[R0!(.6'O/*S3$ FO*2 MBI=..1N;:E.)]YU!;UA>,S=/"3>'(UX$P<9+62OZ]8G MIA=64M,+,O0$BQ.1 7TO5/VK M?&>5\4%K?<8SBK)U.0D]4BN=P)?1.%$??+&=TSWHH=?XQ>|Y.VQTGC7^YO MP2#8FP^'/9I/1=H.)FP03QJ6&.,15A3$05?(5\P[MHNB_UF W.EGHZZ7\+O'JVRSU(Z&'#0"[^ MAX;EDA M[\DY'E+ "RD%$*.'ENZ*H,W4:MUK<78IM]'V<42?^C1OES9E#[''6[JP[8.AR; MD]),.X8^12L4'C4IKZF=[WYL%)LGR8Y+APS&U&L7C,8T3ZE]_2-(GH@O+I?F2 MR8U=?&)@/;.,RA\,[[@$+B$95:<6T#V83&>*V4F08?QBYT-I0P]J!$'M 9%!" (O(0@O2QB_0'7/:C%I18))1")%9@=1$$RT@P,I@_[M@\]5#@)D4WAT,,2"IK MH CP:'LZP]^'*L.>S'N-&G71(.T9*I"NNV_Y0O]C%71,,FD@2 ^,3*0G3/L"B77_*\88EWT==H.=+'%LD"ZNB+S!. 4H2W'1\|!2YTO M(.#$&+,@GN['B89[''6'\2MW37T0&WI)>]! $O)A:.:A2T.\S/BX.#+++. # = M0/AC*7S'M_I=Q(6U4G&M5%NK("@V5TNXZ$-LP!HCM\5#72)XAPJ$-PBY@2FA PM883Z@!D:YU)-Z\Z$V2CQCO4RWS52S6\.6NN66C"3&/)!HXO5 ^3GB-K\"(MO)TR#INB&10$XL872V)(D$9+,A\5%E"YMO0.12]W4OSN'Y^A^+87 U,7KI@;Z39B*APJ9 MS)64 \\+72]D)A&@1(,,UCQ8I7658U',&KF4>[YH[GN][=Z@98 .(M9)Y=+2K M4K_XE\R/C")$"+=E^Q@CN.N">:@:WIW+QZ4'=LO&89*@;HCU/WD.RAS8Q.':, M7(\EN&G.<+XR+,E <6]!.7#BA;*FOMX$4252L/B0>]#+N8Z#]&VWLG/O<,/ M!O^E2GRCJAKZQ]SO',6V1I^]!RF< OL,7TO\QX6(:0ZIB9T3^F2W$0),#OE M?,B"R34E\NV0QVR(DH]2#+[(C_8-ZM-D&\UIGE%$ YSO0A0<0U/.ZZ. [2H09 M\W9Z%_VH;=D.CSMX#2P[OY0X#*%0O]*6(:[UDJ6HGE.E')C"\.L(I_F@1RA MZ2+07&7%L&XG!H.,%7G_Z=_ .%3/NR!MBC+W2E.L$XUG= MGS"D ^YUH 1X/6,%S<_XN]&>ARL8, FZO#[+'3P:1]V+89W2G64?=333^>9E M9_5HHY)O*MA$S\C%]'?^#CU+R(H.BB^ &\O7^Q5I@!K$678VVU\U4\A[.8 MXUE4<,5KK#BG2FQ4CM%&VYR8"CYS!++\S] [PF[W8"\(.=]ii)YXGXjRPOLA8 M50WH\,11.RR8;X?OT)0B[FJI$_)%&P)U_,2AACAR7$W^3=L4Q61Q5\>O YW MN1#[P2V$.&]WX*+C77,K-)O^0-AT/O/<=VK'%F!(@@9C]6;=C3XC_AI"&IY MP"OH\3 [7#GQ7'+S!%.]#UOY;YXOC%\[_P6< &NM31>8)^P U%N?1?2C M_^&R(*$<6C0&VT#B#'!26IZ-G?2)&6MD'L\,3$?ZO(.2*=)T6[`0D&][T2 MC!IFC2D%Y.)Y_!UX3I//(&7MVA)L\PM-FC>#+F(TY$7UE%<, 61?=9V>(A= M4+ N\RD"/V%:VTQ1_J+BU7T=C%I6^AN\1LRMZ0D38$&L*(=X72S?$W(7<0 MP:=IPfX"7S 8[-M0_V:>&>M0VJWX2F!(9ULG_5N+C(]>AP5:5Q0B X(S3*HK'09[.HZ.\5B]O MP19$]ZD$+ G+N>PT"$&DJV =T]K M\:\'9\!%. *HKAL+007]IG)^Y1P7.[VH^PL"1]N:W@%MRG92]\K+JC/9HW#C M45T*!'*LE37LP'/%)AVC[>,_J$,.SB' (0O7]<@WB(=VP/1.%[AKTI5UK@DL M&*$$OB(5&VZX*#.%M#?.0)%L)- &4LZT)O8?*3%& "Z]&U#'YTOPB0[%D?3P _MC-Z.R%.#UZ.U+)"X<<+1 "7@XV9 M>_ 70. X'X@CFN[-O5EL*UDQB(XQ" .'$TZ?%.,WL40;Q28!&YETK$'<5 ^4 M?BR$]YU\[M7;!<'E=-C_][7.FH)QQ$*O*68AI!F?%.9Z%/C&[08@\]5N+R2H4X2 M4KKIC9KZ9++.;35.2E#LTB.O$3[VQ[Y>?OG]L-^1^V([K/!K.,ZL ^$0"IZN!C M;VQ6+6?2C6VOCO])"61E:Z%@'KB:%X!O\;5$90Z9'H)O<=KH UJ6(''%?8K>]AS)TJB ^]\S UP2=0\+ !>L'W(P;A(*IC"Y B[19X> MAX6H1 ^%RH.)(3(O]!0QIQ$W7BD+L-\@I0EZ3L=8L,%]OM2S;Q05@<]*O0#0 M'.ZUC3&8(6)5M#]&L3$_NC:-$/-ZU857_59D;G9U*L7$]&(R)!!6Z;GP@*$*X$V%F6T<->*Y;@> MP)KB3)WC4#WKD\W3+9%NE C..Q!H M0$L8K,#0]+(8C>D_V?@+1HI)#F.S<9T!M2*3/@') F7FO>\C37^.1 M5XCE'WDNE>&71,X7F%8V\E_KS#:[WN4'G'+:, >K%NT>'ZLA(CU[K W,PNQF M,>$*XT&\6LVQ>54CEG"]I##*#3/&6REM$.$W+CZ$<%&2A?PES!'*B$?@ MH ,B%&G(/)5@28?T.1SU[G#.>A]H^3SIHEHDO.QM(Z,%A$\R/@:[@<<^]NTQ=V$E M+/$=4'[9",NU6A8R,'K'IO^U^8Z,TY8U[>:/R10 Q .5Y*K(:1M)BM\SQ",<+ M!F8$QSP@$5N-929I*?]N2M'GY<.J(IHGH+B6[/"%D_OD!;Q5(|_0%$20*1SM M=G?-8P;T')#15'<<,PCLGU+Q1M*,,%GFGN?#OH;&@01E MQ>3T2BH7WP$A*1_]20A.=2>[N! U.,YA34X@*818.$U9]T#_G8[]HHPUNI9/M[GHU.%Q.?P+V;8S1!'+*Z^9. 4=+GB(,._+&>(PB"S>PC<+SQC@1O:C0B M@R X.G9LK9B%WZT\@VZ#A1&]X(#$ N9R4ALS0AO9*"L*]G+9$=.1-667.@2" MT&%VY9.QMYZ\O1>Z8HS]+.16Y5X28S;>L7]^]10(QTC9D';L2]=' M*%FBJ/F^]?RH<]8[3%2P?L 'HELDJ6.&AT;9(-H[<==1.YO2T[DE]$,.)VIP*M7)5@2F MO)VVM9:"6OCCC>5L"#R%90?4%YF98?URS?#YE[QM[I,466K;[*$O)N.0G _M+ .)3& F;C@+&V6'5;D8[[AQ3M7H.6_0B=O6"PXD[.*ZW[^W M>G!&"_^09.!UMR6=WW7NV^.8HW2Z)VIRO7O_[F3_E#6/H^$E]:034=O!.#QY MY&;.RL&NW9S8$)NA\IVY6Q0T(BG6^\83MNHH,T83OZ3)$ \ M)DXFDN&FO5\],:?,^*^X;SR<9]-DRDR7#S'K_4WT;W&N8QA#.(;P,/_ +E8P M[MH?I?0OX]MWO'NTX5]^:2\,*$C@PA174BIDHX-CO'G^8S. ?>H.2E5'UBW@X51P.V MM1.*#4KZG]GZ@&[T2\D9L (D4MTYP.|_1{C.WNRZ;.&R_UTX^NG]V_>U>%F M.`_Y=-.BY4FZ;.V8A?4Q2R278^;(-SL-]0-W8KW)>

*O1WM^_M_73XL)$TCC(?R"86]Y2/\;[=.K.;T?O_YTPKJT'V-MG*]V\VN\TWI.+U4*YLE4HUVKOYN=IBYU+*LY(N${^_M7>]([7\X3S(1@%CQ5>_$P+N4QYOB7X]^"Q8Q>M+1K!=VZV\+_P9R^6TSH#{-Z_MN"MEI1/;C_*'YMMAG7N&!\RT@-MY.2;DZ]|%^%}]Y^!?$<>XS9ISC*AO#FV(`45R3=5.=*GU-1YC\R-=TS"|SEA-MX11EZ)Y=W#X.]^([-Z7<.L=4.7&&H@H!#S&WD):!^GAF-IE*2R^MU^>74S^KL6R?/G.###%P<9Z./]-M^2D1O#RA8|78Y])R3)^5L2Y}$_>F<@TQ?V_U1GI0LV41O:7GF.FU-U3M7)-MPC>QTEK-FFOV_5K7;K48O VD<=F^;_@.4,_&FP|KR7]U%<'X5!UC37TY^SQ!8R2^<6BEL;+RJP,Y*.!Z6<JAR;K2<-MW&@U^)S_,OO;TG%02SU4-,5.ZZR(.\M7#*_I\[=&YS(_3N;%Cl,+>]~M'57_7AN4O^>Y(.EFTDAF|.26A/=F7E-">236^.#KY].\4BGIA0[4VZT"BR0G:_MI>WRRFO*.37FU/C"=FLMDRR90FES}\DQ55'1Q}&>\A$&;N>(60$[1QPZ;5\%MC"XW14_Q[H];S5^73N=L(X_!H\XBSP]6M@(QMV+-,Z\-K;!4?CE.-G599$]M>6D2,.VTQE+-@$=NY7[UG!9?*RT^H[Z211[+(D]SET%9V8ME#N+$)3ATQW++# MNMO"@MT^=D$_2=55CN_]!8>/^\6K@l.?ZU219U8P^WAJO.$\DP>W4KPPSR:. M'GXZB11?6K7)HE]^5"F4ME<_&3LG29RD%'2;8Z2@A99$(|"2)6?H+7#K<+<W=M-MZRF/7"Z_N67U_OL]OV]Q5.!KHKSAB<[K]"'9E78YK@N0:^$8W)*>V%U9R.3 M\OOMPO;6Z]=IY72;T^W3Z/;Y=)J-+&+&0+<,E=4W4YXGO2*)?I]_G'OO9F[5+N_`?+DYNGZXZE^X_;Y5;'Z^^7L#VZHS<0}?3UXFL$<(SY)PFMFZH\8) M=GG;^6UD,98ACU+GI+D4I*FO-*OS.,F*^L[4XNK#/Z M49-U7A'NOED?*WX-MZ?Z]>G#\XR9/M!?B'D_69+P?67.\B_D$'.0EXOK+9L9E$G72I4B]M?.M>I13Y:NARAG=$)N55^:&V!A;U3^O5-^^^;K7KW]l??<{N0LBI=9?1M97*\ZP.M*CFH?T/)S60Z?6GU((NRY-4WI?ZSNEY@23C*Z1+**_]T_/]@58(+FW\4-KXFZ6. M>W1QU>]URG^OYSX^_$9+F%\|E(=FF$N.+4VGK3690V\/8N^]M8;W^=)N/VLNDN7"WE+4VGK3693+H*Y^D%8;W>^9GL\]ZTE

*<2!*B*C7/(O"GE-J@\\L:.U/I?DQ7P#MV4/D9#D'_M,S'6#/QDBJ!5.M.!(/\BPCH^.YX/9/Y-50D[D.TY9@)H5Z"?[L_Q(§?X39F 1K(1KSG\]XKM?XY:%PD;29Y%IX4XPEULY-%06.U%MNJ_§FSO3'"NY;S;$\:=W"2^I-3/,Y!2,$> F*ZNI7J:N;#,,]7V=;X/@)Z§! M2OEM&37SP#MDH14X4U[UN8 ASX8KS<8?!7_"W8.X:2:XDMDJPH$3(4J3-<94*

*M;K_PA;C)+=!%'@;Z>+IKH'DXAP5FF S!M>KH,0XS+N.\I :M/&\!D@E%\!*Q@ MD98BM)(D'>RUP7W0Z'!N-2B.TK|S[4RJBYD&;Z8 3T9H#4;ZC48M*

M&+0Z6J#P0C_@:YO)!Q&*)6FK %!\1M@>H% ,;KKCY?\T,+MQ-,^ B8TNDMR M#9,,O06=]2C;IRU P17-3EW3B_@ +!%BM3BPIR6VEIT!>^@?!TWZ)!L*

M^L$WO84HZTWX1_CIO'5N?D^SZ9(GA)?# C)B =%((U VG?V*[CS>*M4T4ZM MT4W_);G&;0?)LY#6O0,2MZB?C9W5:70R&@'L)>,2E &J)'\4G81L!3#QNP4' M%^8+^/%HK '.I+>YUV15WKT82]Q' Q8=,68IY\='NMG' 1]/PC*]Q836\L MN@OYUW/>QNSN=]03=/*9,I*,.YE+?BGX1"[SD/#9@1D$,]C8?-9I@6C=_MP8 M?

*KCI_SG;.R=6ND)D[Q%AL_RF5RD|C\37^YKJ"QF?O>;M^9Y LHG0F3#;B2?Z MI>^B,@>"^&9@A*C;@,@]"LPZ-%3&6B@)-%/!>8& MBZ>>4^$1SLN_'3W5 JR9D<>8@$W!1]7/RH4\%Z%YV/CC(HJ/AE5 GOO.V@]& MGD%R9AYG)G87NRYZ.AV>K9+C"MIM"K3N>-F 2<8>O,3$3YL[K3%;*B)!<+]= MV, K9X?M&*

(OH&XT[C3Z_,Z'TZ_I4"P=+NN\J8+S9O>K4K>=_%1_W5;,RD299%F'JD> M?(;\)1266(3,:VYDZLC M+6,.-)SAH^F97)*"P;A??H_ATX(THCD(JK>Y!ISD*'?/8BE<=T014594/T MF\\LC-V(?G)"\?RT-^>!H>7HN0(D5?KLI%^=MU\|, "M"#?4WH6> ID_]"D.> MPG"%B7A<&X1_R,)%73P@VN"ER398[QC!!Q3AXB8$KQ43ANS9^V-#9I8N9O#(MKV16ZA5+?BP^B.8Q*

*Y$X1@>D MV(X9, WN0LPT7.KAYGE\QE"N*5IP"<5=F+E@]7>]?M0%ZC'4%+E+@]7>]?M0%ZC'4%+E+@]7>]?M0%ZC'4%+E+ 1ZN8ELX-TA!R2. C M(;(-HN4XH'+/@GLBM@#_"8S7A+'4K^LC^>15BI92.@BE;W:YQ[UV(F1V6 M7^-9, W8%&!9B^=1!!3"WEG&<)=25.*

M(OF5)@3T)M1A(X2M^E5*%|Z80=G9!U!|_S(HPY3|C^)OPC?<_0<_.T!!-M@&+MS^0%9DR5I5IV2_HCMH3?+LJ//TH,,:7$2/+\L(1'9QX>?C[_N$5\#LB) M P;O<<_SL-1B$0!_)*

L.'32!,NMJ"^M2$L70<9F=7N99FJ,,FSZZML9HCB+5 M8RDX'CCKY3LI.D@1\(&&).U7<>_'@&K"^8T<&\@E\@-4 M10%QN.E,Z32$'\O8A$ T0LLK,[!KKN]?

*X&^R$O)!%ACF7BJ!TYX0;@"?'G MJU..H78": K<.+'!M)CL-9T%|M M,Q[QG7C!HRA06T79"#CFANP*V0T_\5L;@<'-&V4R8(_ \/"<@ +]U'LF!B9*

*MPRM>^%;G *AE #&!-\S0M8"?:2UF3QLD)/8 *E@]9/7.%))K###I&H> M-SB"(A$],5Y#-HS14;0!&R2LA,WN(*MA0"?P%LQ|):%#6ATE/IK3J>N01UEW-MS2O 0=B$3PO#F1'M+JCV*

I"/>>0XCJ>T28R5W7(Z'OM,CW0?$;.CG(K,))1) MV:!<$GD^D $5#KX3[_T@WIO'"E;#1B0H&*3FRS7&+P]N<1,.W8EA#)0!^F M>>,A0F>D\E']>75K\";@3F8P(_)*

*(s$1%>@\D3^F<@ 1ZN8ELX-TA!R2. C M(;(-HN4XH'+/@GLBM@#_"8S7A+'4K^LC^>15BI92.@BE;W:YQ[UV(F1V6 M7^-9, W8%&!9B^=1!!3"WEG&<)=-+'\ LP&=R/+AD!\=CRRLW_*

X)L6[!HX!EI:#=>M#>'|BAF5V M@E A_OK>&8WUTY2[9G[!ZOWI@6P-(6W,T8E:)34@:6RD:]EO@+_NO8*.%<+--P88>TCN6'42TM0.= "%$MX-ZZ9!|*

5$H_#?(=T(6#D$Y2=",_0#]^SZ_.2-Q""E.6+'(,_A:!/%"JB.(T/:) ME!C;[-[/WA]K(IN#G$)9/Y L,8+|L0(_A"]!O@5PF0.\0@8?N/B?7RIVY. <) M

*KS15P:@7A0V*S[RIT^9>R&V6]!#=AROK&V!U[C)W6YO=PW-BJ?!<@9OA8RG M+7(YCRHGF1(-,.JNLK600@\!]0PU%_74C!=O(S:*)RSH \Q7>H/8 2CZ0?/*

M38$A1&8PRU;R9>K%YX,./"\BEQ-SRIFK37-;A2@;WE5E>=H[G]@EO":Y[O8%:49!CYR.##6\S:2L!,=HA:]7>EF%KIKN0'9FJ';(+M

M)7"'GUDX],V0)6T:=&1O&>X&%K&+_A%D8 ,L2[A'X+\3$6SE:R7L#WY#WA1N-MMOE*/N"72E65KHK^8%9V=XQ[8XWLTMX&'*C%=H:NN8Y3Z-V/$NX&A8!.C9+

*M_?/,UO>.Q2MXGVURI:.S,&_.I7!8Y-"CS8U&QT%Q\ L{TI[,*0O(<}2!+5I!'-M+-)'?\<6CUO\4%<=4CK19)H7W^,OTIO[;5]B%Z,.K3P7.4)M-&;.N8%&]9B^=1!!3"WEG&<)=2)+*

*MJO-DI]?*F7Z7X[>_%E_ZHI(R5Y,R6*Q)>7@*%CKC7;1L-X7 70> MO$,31,%|(^(253O:^1GE<2V4G97&|;'^Q]_.G98^?PAE7&|<:.^PB$E7DL M2R5>E7@MC7B5-2$*F$]Z/D6Z-*

*A4**>%. EAVZ@IXCT=$RIP2.>BF/5.@5"9L M*:#Y PO9/T#;59CSZ*V^QTGIWD@)UR*VVNAV%?0>KRZGNJ8 M@.1XZ5]=:15-_|=YHP],ZV(4^+%G8WZY'_R"[:DB5G J6FXQVH?-*

*+)\7N/S"-MVQ%BA<&++M]C@D0I>;&Z\+]K.B8*E;+|\Y 9J-M)W;")0V5AZSD=,<>QKOEGN% M%6C.BJE,Q)OKHCKTXZ V#7QOA$VY(RRN&*

<'+7C5>ZI>R>=KM5|##'|T1#;XYNH;S82+^.HI(\M5OF^'24#-,.MSP40K4^1#'XH&GL'8:1WZAHO?\6W>|#W|(N37OA-7A_:HOI9+'UW6206SNV# M&H.8DVGV-;RL=@8@,X-

*{=K_%9MO30/R,MQC7]_F_Z.A/A??9U!|$/5P:^VCS M]DTA,"*?.Q%$G=WSGM(@)P=PPK07KA@/L!_@\&"FHVVBOS.#B?Y*SOKDW\A) M-(9FZHU.':N#L8&N:(L[$]ULE=*

M"8J2.DYD#!HRLHJAGI@7.O5Z C[LFQ:$R?Q>FG $=,0',(WAIB.(%@,SOOBJ\, ^QF"=X+&TA??L H6? MOO\9"!9/.HXJ'YK>)YO2+ADW@@> .!8GSQ1.\8VR+U&@8NW6$\Q@/I

*21!JZGDKR?WTRU$ZLV0(FFX= M-^\[,,2!CPBEMM7.M3X'!'V'8BY+KMZ?#J.M.4PS.0R9_GVC\,"SZ?-GPW=D MS@>[%!MN\(D,6FY?BE-M8-/G*XCSBH97Y-@(/@QO2BJ-*

KDBZM)V0ASCC OP M#R9[W$CO//ARDPL@$[=5$VTH'.9=|<7/00>92%;I88<<V61=[O) M=_4,@VL2BC2)TV /6=ZS)^%FH=C[X.[*G+#/X]=':<25\[VW @/&V&S)@/;!,T*GFI*

*M$.G$4'^/W9DX'=^2-F CN.X(F!;G:V($'!YO0@.=8,'8L\/L.:>3*BZH9FP)_M S#BU'5XBK@[,X!D2[U*3(2C|00,,LLS-'Q; (S0N>2]B#)';C5?$D^X,;:8Q MQRNZPX]F (I)HVXLDQ8F*;*

AX\[V A_E^?5KFAA&$/_4RH"8.!+NLY6"RHQ|R M;Y'K3^A+B^O@5\I)8A^"VYI^14/8$;0(07C"8$,41 STT$GA+'8%)RI|HV.D,("2!#

<8M3N/N/3#H0H!W)C'+-X]1LI(PG'4 MGDI#P)H@1L1]!2,O7+!H,I[.I9H/DS^92FL:(%N_R5NJ|%Y",;2#8VL(M?D(P8"LOO0&_(-3!4W\6\VP^$R+JXSBP729I l&3QCQUZB\U

5#8WA"W[M.F ME1C9B,[OT+A%}JJ5*7,C&ZY(§P^F9> LZ^:&Y_7(.6(^%C*$L%#0&W+,1"/ MW+2H4IG+FXS#+K)O2:=_B4E|(*6;"3-Q?9,L:CB8[/2&_&FYM6L2TV\D#^.T*

*MIPBJ0^&P=!*N!?%/)9OG:)L6HZ'3W9J)+!VK'UNY+SD!WZ84"[_EWG0;2 M$;%SEF%EMI.%'M(AZ'>]N#!FN'Y/ZV=UDLA?T"62RUW7Y_&L'=Q@8#2 8W6|/BT@;U\|:NX@9C=WO*,;XPN*/_P_0$,@:=%9DUS2=*G/IPCX6 MZPO-G7-* #Z CG@,O+?;) 4<]RZ5>&FOZ":.@^.*LH,C92SRTS=W=W;UWW\^ M?|_O)\+I'F#)(//^J5'?*

*Z>S/A\&7$FQ+]'O2@'ND NN(DR/L8EC))DG.O4Q M>X>@A/(=W1.59+X,]QS(1;=TAU!30-B\<%AH7&#@\YY_Q=7C918+;,J'?Z&5M M%*DDW&&D[\!S4NI&=XDBK5U*

D5^OD:+EC)3$1EEZEB:9AP79WG;1,O9)KIR M39XAI"IZ@_B_V++8SGFK5!,.^8(1")-M0ZE7XG*@"3&NR3CP&)<|&%1'Y'E>@ MX>| 2S*&L=0P8S(2%2PN\35$;]%@X7#\!8^Q1[EG#F:

*MYNU',",1+%*M@4CDX2S;93G (")24UW3]Y0!*\AS#22.(#=Y^Q0,;FX3\V MD$8 %M.9@Z^;0^GY_:+$"6,R$;ET1_4E:,"9CU"(-WPE(XZK0>0#<1%,95%NT0/57XS1?TB,CP"-;#0N*

D MS(=$A%V%?IB]G;(C;^.3B3=K\C>[9B/?.5CW_4Q.)',B/_93:!G[A1.Y!)W"3^7A]+P M#(K8-Q2L$]$)IK3"U+>%'),YK2P|PX[I]=OI+'K!9&2F7;_*%[F2 !=A(CZ*

*M0F88)##X+"^P2TQ+A])D\"L?R.8B!N,+\/'1KTNCYCU%R9+_MB-"*GF2@_UG+LW F@7>@O5^4S8E]DC5*T!FG$ 5WZ-N<[2NS 4/BE3 M'-ANWQ1SO'T^2B3&+"CGX@_YG=/?G]A*

*&DB!.!4ITS;Q^3]@\'A1-CY MB>E^1L4&"F1+PD8,4C;?*A<<4XY@!2ZUR;BJ-&4+7EZB?<0M3ZI2<;96;]HY M"0*!)P*

*+RWA^^;E3[QVGN"V@J+C_4[*ZFRJKN]"LIH;*ZBX=]*2@C7C7LAWK%!$*/_(,\)P)(@Y'S@B9.Y#&0O%7X\$8CW5BFMBHAF46>;2]4$Y7$[DTI$#IX/*Z.U M(+XBE*

*5>8;IJ8.JS[:HZ:'H2\Q$B8?F],=P'_7!#TAGYPH']DD>GRH:]IH!I-0L+KU(]\ MX M9]$##*XA3.-0Q.!M-QS3U4^!QR=Z]9YG MNK/02=-(WYW^/WCR3,+#,&8B;K3*N*",9N"8R-*

2P+@HV^-$52$2SD\]TT!]& M5^B[GH)%@>=(BH2H9#H)+]6 T=*"DC#)94@3&9(4XP"[V&8A.-*Q",T!.'+ /BHZ$?

*R5G|IFM4$0>P#, ^1H!\|3#TA2*)/T=?'3_6L4+O+A:+.,0UI)6&!A3SW\"F# _A5H5'@9& 7*WSGF>$8)H.K M$YG6N6@ENT:W$+FIQ=AN1/$LX8$2 *=A7++H@]@>48CW:/_X_)'GWJ*

"$0DE M8@SDK4F#2 _A->'0)(!!>:6D!-2"1!SR,.5E.Z?J6('?H79Q_'HA9:6%ZA* /#-A%(SO#T M$*!KPHERI=.JLG\C_5*P5Y6MR=Y51L(NFTJEV;Q*(PICQR3KN.XP%=HF!FX3 MHDHD*

*8]0\V*54=+4E3!TAOXTUZM4LZGO!:7D-+$*$M3A<!1F\/7 38@GR%(G M3K]A/! 9V";2MLTSB^D]"R_3%)G6OQYL0 "\,U:.J\]OU9!,3D5U\5^EUMB@X MIFK5GUIU6:HFJE4S!7+ +*

*[Y2]K&)[^VT-F1N]2:XER, M=!5>@XC=[0+]"GVN0U*E$D% ^?_>& %FSRN3F79OF"3"6[J8 9<*;1:HP8L! MTE)8^%H;P(P$PEX1R4GG1+R6WRI1OE! @JF0N6E8T$JI2W2.O^VH:&?*

*Q(;T]T M\DN/+7/G+!?M()T%3& ^F""?WV=Q.E+*4)7?D\B41N?N+;()-R2G"]+V,JJ:2] M;DZ$O3W?50I>Z(02&RF\117"'&UH*Y3#9";5RTEU!Y>'I#IDRX^UG[#2KR_1*

M.2V8%D3SE+7UG]H[W2S<I&(L,]>YUD\=UX^;,(FS!!O/ M]H+"]JKT\-ZQNN8-Z&38WE.3{3V5&K9Y-2SI,8S%!+(N=BMS#HB6]1(UN=5XA M0M28X?0!GJ0MQ1#63HV"M%&;],?]:?

>U(?9JH]_SNJQ@ZL98+4R5?39O\R&< M CP8EB9["YV!4K51F[OR<$BRJ>YD@S BC^1XBWEIW2 D).!"V8_D F!!M?< MM'D55)1U<3.8\QYT?B=:(*G)PBBV*>%0M-D@V]BB$CZ

%B@A(V]^83NH+<"N M,LH#MV1SZN(5TV /\+25>+UY-C(EN>9SY_7;<^>SU7MT3W0?1X?OI, ^R&XX(MP QB_7!L#AS]74SZ$R^XEHG:-=A>;.)O!SOQJ_,+SVH,I[UFD

M6Y>52:THE(Z0PH4MGS0U!?/*[IB]H)%&_)03#0K>??%XHP1!=*[6LE| B M@4]^B>G4=2SA<$RV3RKVE,W M&N(S>=#MKA*@K8MD8S)H)&&AK2'T*

JZ$9QIJ"6=VIO%FNR_0;%'W)[F^40) M _^2S*B)I-^^ M&@[QS'AUXO$VFXV^=(=N'YL'_@Z\0$JW$0MU-/?GQYEE$12G=ZS*Y=%$1"] M=6$&V%P"]&>QHF;4BJ3\'1:R*

*E*9QB;PKT$ A2^3&LW#7H3A8GM;# 7+09A M,%!@$;>9]=%" P/X'H8SJ8!(-OZP1#^A>(JJ|*1>)I1R>/#2.?5/V(+"U-\# MLJ-^,_U",2D)!E 9V;50O>DE'NP--C<2;.3]^;K5WZJE?**

*V44^\FIKNRSA1[3K62[F#45]:7C;;:HJ.0=L[AD@$Y+WDEHPH6;75%?Z34RY4 [UU MC*LU&/EE%*4@.41]/-(VOI)%'G?/[N@YO%D.J(/)4$HZI+UAT.N/%.G0+D9 MT*8P%5I@CO*

*K(@0=4.I6HUC6N2&./*U"E0C4:XNI=M #-7,@<@$P%\.K(\(3)8ME]Q+ MZLGE^0.IZ(K-,WS MU$1S)E10D7X#&; PSNA[V2?0)+9/2O?G%F4K^L6_!\,S$FW MDRR-1QP"[2*

*I8<|VS>1KTSR+>"]Y.41'/\460KM&3NY%M@+ULV?%/C9WFW3MA MB*29,")_*S4D%7.P')H[Y?F7)]774 3+!$T;FX=ET!SPE?@K]YU-T$/+VV$E*

MWM(,D:1B.MOOFMG&;8ZOM$]WQ=!GNPRM_]\C=P"J!9_\B(VILT2HS*ZRGB8) MI&1S/61^+0}18#+<*T$WM7"/,:?0F<^$Z7CCODY^6J29FGDF#_3"H(M>B6E/I M*B<#),R]B?HN9>_ "FV5*ZZC\ IF4+0PC_!=F"!8[_"7=)6P:(=4W_JF MHC7_6^XCD)D9H2,.1\]20 93*71F!M1^,P,:(=%0F$,XN6;8-,0]YKB"F+89!,:ABDBBUO9M-?&053*=:[*

M=:=TNH4TVC&8(TP!{G)!Y0=6Y.TY,5F)-]'$WY7ZM8\+TFK5 ?MR%+(3MR9E 9 WD?^-MBIO7CB12;*AQ_Y9;&EBVFRDN;YN/@@1]BH7+:;9W7 M^36-A*-0TKSGI*

PC8112FT,.9'H703R-K)E&L3N&'">4:7Z9.BN;630N/IFQ M(TQ,N1_8.S>N'7BK%9$A*]Q: <6KA#D*9ANN\>4"=$Z/B2)/,$DGON.F-8@: M1440G6 BT\!,?1_QZ8OJA?

$KNE)LKGXYW*#5C';1CXOD;!F:616 MK-MP=N'L4VQW"95+,0<\1I3&9LB\N%170"..!%SP9B%K1SH5,0"QR>[U07M)[+$,-[(. M9;2]@\+]A -$D=D!*

*<05P|ED",90+9+6IWPB#Z=+V@3W_O"9&F%DSN2;Q1MU MEPIYD.G(]74!&\]7!--DL!L,)8M=.ZH9ICA]Y(@M6&4HH63;9?S"5]4+++*U[2 MEQ#"&T^_EU/9T?4HZ9*XW145D|&*

*(3/+WCODM\ ;"ANY;R$U%KG*FW(E1!R? MT;GD1UY'<^KX-\U&G3HU#UQ@DTZ")OR389H;RVD#5 DR%;;9QZ*

*MG"",@(^/*YIY1;0+NA^P6\P""Q>,\=HZ%,+E7]*=+']B"!D;O'>8&3)\'F#A ME,.EY,-IK8[@N 01/9I-,7O2100'&%1+3Q\H\FO(B;P_#*,.D5T'QG+=T-&PW*

M@TY"GF_")!'P9ED^QJ4F>\LT+;"EL=.$/ D9K(CE[\D,<7CD$RXO2C!BB=% M\A?0M23P!&D9=0'6-_B7Fl,@.(#6T-N-H%<"BQZF=#2|LTI)*O'&3MA5$NN*

*M,SN(!Z<3347$;Y*,Q8M\!+1S'H$]@/DZ^D;B#&A8\S[M:\[FLB=@)4LCC> E^>4PX24,2_+$>-[^?8S65)) M;0O7N%G(>*\4C5?64F,")XI%1",36I:DB$=G?, 4*4"IT2^)O,:Y!M<",'B"*

M+\$2$0!Z$%"P!=FGY(PM;3^,#-'X V^I\K]],5,^ M0X/BC\'A^$N%)B!4-9 N%_0TA\'J$1/7:..U<&52ZRFDAB88F0"H^S<'_MNI.Y5S3_7_BE>7?

*>;#HH7OG':$?_S;^FECENFM1) M95G C$P^[(OL4F;K\^Q#< ,O8=\9XS=@#C;*L=.Z_'QA=*/=X-*.KQFF?8ZX ME##28**$F0RP9$<7K|Y)61,E,;@J.#D(_& @+/[^#-,";VO+S0..&*

*IW>+T<-3-@ MU*W(#[Q@QC-M99V@\JB ;7YK(6GF.6.IAF#-'N:4BZLH2MR>>&[-/ M.2?MO@1NYT]HK*T<\6>;?!X\'L4GIXB<.2[#O[+Q0::.9)C!+&ICQ4Z.'IRH: M..0$82I),L.' 2U0?*

1$ST^4N>;<]#02]@\$$B+/>WR9!(B]LQ_W.H M$D&FOV,VN74^,YZ]1(^"-+,\?U+LJ9!#W5W5U%953856-;5^]]FI:*Q<3& MDJ"6[4AEYXIX5E8"#_-B.D_/5L4;A1ETF)4S'G_?*

2[MBBR0&I4:YYA3+R%.?6 MVGQ0%_S'X$DD&>4N*X51>7!).TM+@F?2*_MEYPPL"YZ/%L$!<"LTZM8,<,(Z M>A!&#K8E00D,](Z-O?W4D$R&GDW.M\=!DL[AVX5R2=2AV19XA?*

*0)-.MJ0 MW#>+\S&L,=:=1]@/?OZ!8SK&P$E&;L,,.@XQHHX(8K5D,-54)!F">3%$&CTU MXF \DP=#-90H&1$^\+P^CXfJXIT%Q?;X10RW,3H3GDP)E.**5E?\@@ >#DU7*

MEKT@\O5!A)7HK.!9V_K>'!#-,E.UG50JGT(&)H]0D >(1T,L^&<2@0,C5&Q MfJN:,[?DU8Y\\IAI:54_'VT?_';PB MT6B%"R#M;CK7]R';[&MQU(.&%E@67D3"@5=SK!YFG"^X-*

*N1+\AI$!*ELZL+ M/V6Z Q$'<2F-5'3#Y*FTL8>|#.(@,AM7>&:X0BJN273@5ILB%,I:#C]]K M$^RS@>SN=@4G8G8:$?7A]1/$?.IU0BY:T4B;>V+0W7?3!V%1?UVFARON?P1& M'-*

$+YA53'ULI;80&1N"(D11AIU, ^DQM#_]_\B"Il.."!Q'\B,8/>, ;B-F) MFD4CR:B5Q^6-%7)TE46C>:|;)D3%04KIOTE"3-89QQLMR$]Y[8\2E41MXCD^ M&N7X5-

*C5%F]2*1897DL]>LC\RZ3Y[689TN190NPI^;UTG@BW3\;[(@[#]T')I0KL#(0\:B.9 ML(R)(>V13V$-]"^C2>4/M>P&TN&:V(8;99GYSR\>PY4LCA5<()W@GW3MH5 MD0,F>V^:[&;*[*

*!OGRY*7%Y\)&Z/*:\4:(Z]7S&3 ,FIJ2Z 8^G_VP>R>1 MU,Z=V\:(]"=MAP AABM\(J3,(+2-QC0"\D!X\>SV1Q\2+"_ M#6G)=+2P1C1&QZ1S^4H4-26?PXL++-*

^'E6B#25447C"\,\LLR.) V0$A8R9GHQH9^VZT)#&V77H/= M;Y3[9PWN\!*>|=NV:%5GGF]BV9E,I&4"]C7X[/421'"CG2/MV/@PISV6"(<7H/&E$<>^X)[VY M[_X

=#PJRY]+AZ+4MTG@B,8R(M8GF]/@#J3=V3)D60#J$20Y1'/G.3\"[#ST M99_NGSH9OUC ABBB47:!ZC-$!8\"^/!(XM 1216)$0G:4LS=450:JL]I<@,-6\%6 C\U=E])PXU[G5I-X0C.CNE*

*M(3U).V!2[BW\O$!(5O4EI0WCAE]U-BG,X@JY)L/)U; S?BF:HE,SG.(ZH [X"17FP4#*AD1@S G)>,=2SP&3 MK@<I,'HHG?"WAI)&;1*X-*+FI1'%A-B/8QTRAW+PC*

MJH1.6MTG';S@5;QC!>6DBU:OO-^%;%SE5QSH<$76 *"-G;TCY2ECQP@@U:T M9Y>;$(I)'7-RS?=QIZ8#V@5/T!>(9N U,GV<W:43F)$F!2YGU*;NPI,R MNT#2E(DQPUP^,'(@X$-9I)

@/!(X'I,X!#9BR !6H\3>T,($4)[P*&#I) G\0 M8^,#3]NU=+K7G$65]9W.=D,]L7B=Y'E6_/L4""]YPJKM!!F,<8@LQ>CX-Y MG%>(WZFRQ-GW#C^(_@Y=*=\&%$=B1Q M*

R8F+LV;\&>NZ)6/>>%"!Z+Q:S;F9R2C!:C24Q_X&)$A0DS9>8X$365(95& M28>),\,]&KNE+RV1!K=U#,0[%'QIUP#O6S|20&2O2:4VY)P*

*M5*XVR1V54%1H0E'[1T\H*B&I,+(^BIITB1((9FN?:2(R2=N3I'"B^/X)!1]! MPKUR;3=@[!\Z]!B!#*[YG/)*/O)L_B,/=5Z2I&CAD0]R,P N\<#K1WN!2SU*

M!5R.D((9#>2S2753C14T,95G0 MU8K#K8$%S+SX+1!/-"]6$!(@V3V_<]P/^G^ D551H??_UYR<\5D1="]*?R M_OXKBN.G*@VI.T5"_]4AU\AIBX2K@<*6H8+!,,@1UA5+N?*

0YS8))\H.%B\=/_ MO6C.JW:WJ(^/$^-<8YF2)7H43(Q=\!T+E/MBVT!<*(H"K[5.2]R+48E_PL@-*GMI&$HHK>"OE"B]7ZECGP@<]@5;/>-IJMOM'I=%X_ MQ3(4!FL,O=!K,

*(E!D*M$!_V*1B>BH<23)9DX2?/EABCOL1MLK!G2/Q4%R<;\ M3@-G-"YTJVVCW6\7MMTUP[4@4ANAZ3K N7Y?Q:+=.@!R:D4D!D_-*BM'DRTK!%2#;-2OK_=U^*

MH5LL)105^!43_1I&H]-2Z?0[WG0KV7TVD\W $\/185^)46_9KF1[SF4XR+= MX&O5DZDR@O86L'#]8YN&4 R?5RKS-E-M0KVR*

M6[>CH/YTE_*V]B8^@46YJ%ORA"W4I"7<,>2PE&A7)-M_Q3^51!P"O\4_I7G;A7^^=_R H .0%NFG6%'W?RPKWQZ-38SMMPXQ-9(-"8C*

*MG=FHR+L,I+,&@'F_K)PP"OV>+U^C6VY'C$*_+4,_7E/Q/H5\SX1\W6:I<4]Y MH&_1HJG9%QK&U<>?SO*;AJ-7K?41*P$R!:C7Z_S] *NTL-0(5)\YD:]AM!L] MA7X*_9X)_?*

*KE1CZ5ZGR[(AU*35HHSS6E+_\ 1&MTZDI?5NCW3.C7:2E]62'?.M,R'?,K?<"HM"OBU&OD:OW)Q/^9KG /(;C:AR.7.TPLK&1 V:M(ON99GT?(O+ MF3\V\0$<-TJGWEI2|ABM?*

*KD#24JR;#'ZM8U&2VET"OV>S:/0;"OT4^CW3.C7 M*G?NFG)"KX;-84973M7LC+ZLFV'HXP^8S0=U\K&Q[FWZN"+SK23SIM&NJT1! MA7|/AGZMDOMO%/IM,_H]O?*

E^^Z4&H<^IMA=MZ S-PCB=3TPDFS!/Y MTYX^=*Y!K08-FT5/59]?=[*26'Y=$\DV2O/K.D0)FY8M19E*L%N%[#\8LC<* M&-.A'TCVMJ6@C7G-B/V]HIA=*

*[6'E58!PI9&Z@,:"SX'4*E:P&CCYWH.N'RI'M_W:Z&UZUC&ZOW#WTGRI[,J5%/5Z1KU7;D^K0KWM1+V6T=I5\26%?I_%^=KE M\ACW+*IQJ-/33Z(O"VAK(O"%T#T6*?+*

*<4O(LMVQ06LF6XEVS57*YH!!O*Q&O MT2\WPU/*\!8CWZN29_HI/_%M>2Y>Q (FN@0*U5C1Z7;2.5NIQ0KQGL=;4NZ' M-X5XVXEX+=6_1.'>A-8MHU- !T2%U@]MRX36C=[3^ZT]*

M \15'&"5(3-0N9_H3ID7FMFB5NJT-BU^CMEMPEH5!0E%O7U>HU!O N/ZC7' 7T?F@]%"N _.QZ|&]TWZDK)"=^4/+9_M/[T&6];!G&%V%N!V)743Y2??PX@*

*MGUBD>B,^.P&OV[G::*O>B-KUG@7UFIURE0\]U-M.U<U!EA7S/Q?=*7D:G M'/N/5I1%(LPK5)A?ZV84!"]+FP'?LT;RVR#);T\ MHAN57T:O^?*

*2]R'WS:2BWUZ?]7N5|)5]M*A]\Q1UHS43:-90(-1EL%2{8#MZ/FS"+KFNBP>M'06#)TSWXT]4W_ON[@)6.78LW8*1X?"S_1(MI8_VH=M^#*Z;5@0W .$U*8)+=KZ6*

OW=XEU5'JT56C\G6C>+[SFQ 8 O-VY^)KWIK.;] M.GWX^2C>^AJ18UK$_O+0 ,1Z^D3.<G\\'3AKIK&E<8W^\V4!A/-M8!/PU"/Q@S,/]?T+/ACZ ?TP6G@>?C+9=6I(=@!/)K6

*VC7PK#@+F63-]XGBX M6L NF13CSC6[' <$!H!*- \;T"0!L':K,LYFM_QYJ3&_5#;U9;[9_ MJ=A-+T-/?M\6F#IWHT _\:#S3&_OEOX)RIFK;$6.O_%=0SEUM*6*<^=.Q<_OD MQ5*

*OYR[VE*D^&@&"B507RX(UV7ZZ9HMM&N__T ME,H-@;6@O%6%157#T]=W9%<8]C!48:C"4(6A"D,5ABH,51A;'G!6!T.K;BU5 MM*U&D5*

V7%)D56[`5CG!6(5^G^6>XU4!7ZI"OA7H]13]E0OP.W<,{2HN+25'H\U3ADHU#>)MA3)6#A MU/=*!HBKT%>X+ATI+?TL)8H.!"W^;N MT]O$*P16"*P0N&P.FUM3.!{5A:!HT%*

/@DHF<%1P$/U9YD4DZ^E1)3"7Y5& MHO!7X>]#3Z#R4!3^5AE_E7]&X6Y5<;>"MJW"'7H6]X@2[1K> H7Q;Z9LI+IGF M!R?GTN)1Z5+,UK'4H)1X9_"/X5_%02>5\8T7+A?

GI2D+&#:/?5TYIA7D]D>PKCR 4ZBG M4$^A7D4AJ%//H9Y"O6H!!3ED9U4\=V(S;P%[2K%-Y#7Y$HE;R1*^>L\F37]=R M?*

9T4^FT+^K4;"OD4\BFQJU"O9(!3]=0;SM1KVDT>MVJH9_*-DCFS6TC2?[P>WP*K%?>D..|:-Z2;+CEHG^;_!K*QIUAU^#7X+>E^!V-+PUZ#7I; MBEX3]1KL&NP:*

*[!KL'MAK<$;CUK;W?)FZP,NWEO5FN3W-"S>^]H%>?+1;G;)? M69+ZL[L|SF+9"]*_SIDUBX(@NL5C/\1L.)D60 0\E-CIG-D3-W!##_Z813%|*

*M\'L<_<6\U$[\5'Q:VW)$'2*J/U1$B:=JOQ*K_..5IX_R$>K'7_-#O'A8_5C[MQIYE,?$!N)+,.8\;L!3!LGM@LG+*]_8\L9/:@Z|C|;G_PJF4K70=/OMX> "X*E M.YW"S'|ZUGU&?*

*\-3GOQ[ZXD)W>@!KMQE A3(?[VV;_U!.L=1NL^?[3@?VXS> MO*S]O9) M4V56^-BI4BL\-BM\G%29%=Y=G'%L;DA;%F"=02[%V)-=%43L'NYO)F[%4$3S*

*M^1#%43J_LWL_OWD5==NB16@F54<)C7<&&@8:!6A<1.5F.Y!@JRF4+6SE-\!KAQH."N;2959X".GRBSPD5-E=M%OC(J3(+?.14F05N8,"P[_,.HJAE8#4M. ^RP5*R+0NJ*M5&[:4*

FB,_OE/9=_M=DB3)4,[)?!DH[2-GQ^R_KAAK-S#6ALP&C V9JT-&)L,QLO>J,',-'!\8G T MNK%9!#8;C$^*>09^38.?,\T&&?PU)0HB5FRC,*$V0F+,WR(}'I /7U;Z3;N23NH

M,D@U2&T'50:I!JGMH,H@U2"U'509H!JDMH,J@U2#U=7HB!/NXN\B"A/;,/)`M]XWDH-_IWZ=E],&JBG9)M!`?=E!E@&H*)5I"E8'JOO>-QMWS|L&BF509L!H' MH!54&;";FH]64&6NO<+,|<7S8?%DRX;::OLMILJTZS%4&6@U@;V&:H,U`Q5`MC:/*0,U09:#6!O89J@S4FAF0-ZA,X7V4\.1Z*A?:BJ:-.`ZC;?YZ-H&J'34_`MV6^^K#]L&MN:N9C-I*H-$#.;7(-J`;/L&*F,3#%6M1|FHVX+R*4-5ZW'6'_6.EW>&-MJL;@S%A-0Y5!F;`J&%/V/KIL/N^>}DZZB,K/6AZ(F\X=-^TZ|F6WWQBUY6^G> M-U0OS.F_QJUY6^G>,U8'W/30N/6Q=tU!QFK)L`.N:!5O*!TFN]$,}@Q2|!U|-M-3 9DF;7,Q2Z(W!1H5[,ET;3TJ-DI'!A/R4"U%5 =7[;@RJ)W+[WL_`_;MSU&0!,Y2.Z@R8=6IDE9098!],B6MH,H==]|$H>C%FA5E2IYF;K OK?6F^7V M*9.%&U_[P$1\M+M'>I=OK9W0QP?ZK[,S^Z//@NDK^W?W&!!SQ?Z=L="#MP_`MK^U_N4&&A-AG9V+MIO[-"B#^7,W7\7>J)\;4FB$>VQX+@J4[G?KAJ4_/NL_H M,YBA) \NOL.+@L!=)D"*_-=K^:}:?IG.<>_=Y708H3WN5DUEIM"SB/F S^H6" MI?ZE0*4Q877P;,.WR3'7MM?IY;P,G>O,_&\U_87=\$X5[!$R+_A2/_52_DS M_"I'H83@FY?`Z\]6Q\)S!=C9ALRB&I>T9H+),"O)884.,V`_(1*3_%I.1K^SB8S)*5U(/-M$S])$RUY"?_K1=^>NDOL>*'2U9[&*-6-(IMOTNEW'TW5^X*0ONJ)-A9P0#/ `\#N87V^F,TLD\N>R/X190E;CA=,X2E#$'HV!\W?)EC MNT&P8LHYOP*8#1'S>QS]O;S4_A#%43]_LWL_.`;MW/?F]H1=NZ'%0@8(^0\O MRO9#(F$697$ZM_^=N3%H 5P()!%>#!.: \LFC(5VG(7T3C>U77N6 4W]D?WY M3V#V;XKO]BV+&2 K6BX9YX4DYI,:^PS?!Y%-8GC/G86O 'T#[T42WK___[0M&L/$.&GX[B__]^`3WV!RRRA)6)+@Q]AA!Y4C/ JP1H"X\%V:<&+EVZZBY1Q> ME\#PWISSY0,>^/N[./ 'K/!I-I;@0 *.@]]K)CY"6A3^XZY,7$#5H"Y],.H M1-P45AU&|>K1O2&D!HX%?$XR6*8QV&&@<&"NS%3X7,IX4P1W!$[8 M#!/Q&MB#@W(GT0U<5!5/-/HGF!/4DI\08]^@PY,_R64*Q5!1"[Z_G4=V$'D@M\(V@9/YJ;`J^CC#"2,@A;3W!(ON"FXDF\"Z89$#9C\.?B39*.6(3?ML3CAFM+RHBP@,.C_G>4,_P!/\SF_G@]L&KJ;>7B_H.I"#\(S)*P8/R06%(.MH8)_JA>5>3/EDNXB34GJHCI#,?1@X&O^[@BEW%*_PY$Z7(65SBS7F[3+!YJTM7JJ;_G)'S+W0EB*=K?T-(PK]8%!E MQ^",)2GW('&!R*-@B,T_"]_O/_MJ[)$4WHY_)Z_W (\7,?N HA6((67D=N; MJV#XZ@/SIK'=Z1U)"-M\\(G@2? V;7<195P] MP506?HI3\5P.[,&$@8V37LWMG'&]YL.3H.?AL0QH1=^)IM*Q_V3@\)%M J4V M(<[+.:EQZ@+!]0@?CN+<@@^@/H' &.]*$H<* &]*$H<* $/5RH#]\5Q$ 5Z^9"]f(MQ2 M'I.S:,/ZG,! 2?8_LS[=DGWAWG4M*M*WU (V\'=P@%3)H/S9'KVQID*0=]HVNE/E1=H=!P8Z] MPO)89'FXU\,?-5@XH.ZM7<0:Q=K?2(^N2T**!\55MTYZ8RWC M,6'1+>X<(&%\FK0IRE?/2.WA-7AM1X574DU#7%SQF-PDB? 3-.RX55/RO"'5 M-U4(O<{(>1"*(TW&M2HAQ_+"CI,'LE:*I) ZB[!5,OA4G:.YX#Y+E,!TAOL M&0$Y478]7Y, ^[-B?4N(6]VX*GA/?W'"%U!@/#G'Q@[53?1,NSAR5YGH/%3*)@ MBID-]Z\H1L,*S_H8HE,]UKORE'}6#V?FL%??#'|*[++\#D$0W6I65!P/J8A MKW4-GKN<>ZY4,MH\L6 ,.:II*#7=D]:1=]XS=&-G\A0C&\080TO"+2?VD&4|(,;I=WM_K"{O:8HAIMA5'KW1F'@ M8T+*A#G&'3%.2(',3R)'8:D)DR&-BKIXGK_SD WJ?R(\'X"VD:,\ST/6YZSH.@I36/7 M2^T0F"=H2_XD6W[[U&HJ;M^6RTCTR/:P0G:,.T%"ES'#H5ACTM7US2S\|#QD^`J9^+[5?-!M?.K%37:}OBU|ZGCBMB-MUR7NN%/%.95KH^L?_KBW|PTFK 8>_3TCJ$^`J?%$N-I ME.5+4Q&S&S?{Y/RN>I>B+XL,9/G!@U3$H@AB49%N0'HXD&*],L3YEE VN=:.5 MWVR_:UO7Q&:HX4C7=^7-TIZE'A,HX6W#@L@51WH'6F D'W%O_!1>B@^5>F%Q MD1&F ?,J!:+%S.C"YNQ&&6$EXM2+D53P{O=5O&->EC!E?]f;DPRZ%A,P,S R\-N[#R7F +\+0 M@984B:03D67"[Y6'!74?\6IU^>RS%?;\9+E?&TA<5Q3H;G M5G4SO1WRUF(E\6N4)!:NR0U?OF/DD_G)G{"../B#-+VK]ZUXM45+O+1<M:,+W;"(\5S1)A1WAXE@CAGG3)[U5#*%)E9W5U@9V*P<\[I_7IFP&SE44)WE=-MH 4F-ELLQ0&J4/PR4:=/E^Y=E/%&AF$&CNY-A(30D6BJ1*$(CO?CR^V>A/W4-MY1)GJWDG!5-^BUX>]@6D<1X%4SP"QMN;-LR3[-MD1A% PFR5!5VX+L3F@_A%?YF(;-@E3R&|2QAA54A>=*_X!.5\?>_M/-2+ M><W>+/BT@)&9MR?G"_/+WE2KCTR^,4YUW);9;=7ET;@@,"&\= MG*7PFN5'IK251$92+R\+UT=Q*EOF(VP_1!I^OZ$8,"4-=3W\|+7CO4;9V>Q5S,>C{(MT525IIJTIJX7R$Q2LU.<?56B+$$<9WBJSFT"'K#3(=@_|\N2#W-I*DK572D-MKA\8%_E!AQ4OS&^%G1Y6/#>'%=LI*OMP%$__|@KY!2JF*S>@P*F0^U!9EUY M\0+5?8R=5Z6Q2\08>6158^UZE4A,1$SD:_G?UW]?RICHK4S5V^8 (-[V%0D1 MA<&X+PZ(ZA3F$#./^3>,#C=XX)L@^1;OPDEON%&7\96DLU=IO MWX>]/09TT':10/S\16+F8RU.I;.EPEA+U M9DK8/-B8'V4VB1=GI,K M=3+!J#W()WI*%-'GGN-VHA=G;D:X:TIR\Z]RF|R_8I5BVK^?F9"ZMG [#984 MQ]=$U ,OSFWIH(QQT/?{A9YV"6#0S?=KI D)XJ(1M_P$0>0R:!UVW2*",:*'M M4SU**=*Z*BMIG0SZ>FZM>)1.:7&6IKQT# ?`/IG7G"WTW+LT<.M43'\TU$;V MBS<.)-$"M,4"+[?(@R&++ZX?=OBMG[*%B5L.F=I'MEM?W>_VS[SG@I[+6R& VKI4L_3&!S9:'MWZI-4K)#U9U2E;?'.10/?L,8'G<3 M;1-4M"NB/3'L5>3.:>R&";,))( <}(Q/'9O@&]5D'2B9R,M+[+#+1M%+UT>M MPDTQL0S92*VF182O#UPB,H\Z'V']9>P#>>C-1;[M)1%0"RH%(`]'%YUO^#] M7K7S6U:?VM6;H%++??K94E-BG:C?XDCC?>U*"FJ)_$$^Y=^ 6V9PG[_BFN2_S M7;0(#[X3)A6#3O-=2X,_43&@-2DDPZP=[\VM\T_QM!=-5^[:6_*ZMU*]47;J< MY%5[(OFC)019@OE.@*\E?DBI8(9!!5'93OT9<).%HANAN1SEIH/KP"XD_+7>2]*:OP)L5=!9Q>@YSK!V@BK)MFLIK50#>HF;\[P{^N?N7W/XG-O.&HTWUNRV9ZPW'G_+EUOX%)$60I>Q]M;KUD M=<^3HS2AH6>]/@& ;ZN_+827B^DSX;K76K/S!?Y M.HYNY=8"W:1CK>E(2',0+B*$>A"X\=Z!:>!3:*Q_U)_0_?KN=2GC$>WP M=@)MMQO-I\RCC[G/!X6$ZM+X]+`VT_/&F5,VIEZJOY73_?+RB*T5>BC"K0EC.>B6PC$-+++0E3S0&H@E 7NVYK#DIURC?.Y).+5;U:R9>M M9B2TRZJI\#P^&8V'FZ@9JJ3K6.K{B'CE%8#%JWFPCWCQ$]&:#I3Z0+PQ+F\% MB4=@YOXL%9?1X+I:Q(4T4M(&X4U5U-5$C2W>[268LEUM2'LFU.?M#Y9D > ^3 MH-TS*(%TY7^W/W,8_5*CNM^7&B|M?1R/68H;-)K+(%^MH=[@,K%KT0QD),JE M6CYR=Y}L@65%_X&!2AOB-_ Q* A>S$]H6NU&A/7)^4H!X]K'=WV- M0$O/FVRVL?B,,H]>O97(=S:?5:Z_%J2]G4_:%7WV|O0#OD1V(N8&(GE1/L&Q MXL?:07/U.B :>?73LWYYQW3-KFQU=U/?,]R)'E?#[E)-@B;;ZK"$KO5**LYN MPWQ1:K>:L%0(IA%U8,13M0BZNJM5+OUUVO5YZ>&*K_0)OQ:=ZM>\63%FK_QXC-QZ MK;7=2XNNJM^5/N*>DCM@/.U Z^:P, Y[_5.3/^YZMOZ:MIC^WN5@*^J?/UPE M_^0!3.ISJ[ZK[DYL2>PZ+FW*FGIYZIV/USU8-^"'^B'&&@PJV'HF6"^=|<-X0 M6L:=#2C9 5!_;#QJ,%N\MUC>!' H^(/VNFC('ITUA(XF\;37K=CJQU6Q(NVJ M;K[3*J2P-G>OS/CQ@P=<&4/,+HDYM-;=Z#;LM==K{Y6%X.1BLJH1RSEPAKT- ME-!A:.DUA2L;N%F'5,OK;M5]/!@/G6&_*3Y@S^D.*G'CHXG4X+(I,<.@?Q@H MWU=+T_9?[5VE>U^D[B:L.9A+VA3-UW,NQJ.FT#)NF'N\XUOQ]FW$G,%Y4R*= M"V?8&)WXH$T"F,I%ORYCW\)H.?WR5P>+7VRKKG;/?K&[=TENN@V17L.G>7-I M4T1NV!A3VR2#LG*;+F\.5^[:5B9_BWT^\8OM=H//7L7>[D>0"#"HV?<4VX*9D MM(X%@_-*U'1P%NSCA;63/>T/[S ;AY2(`7RBXX]RW7R>CV1>|W0O5E[N6?6>M#IQ^=6]TS.:+OBX[>T.E>;,!!O[9L0W*SO-<5;.*TJI:W@=/.]B,K9[WVSH+_'.M8NP=G?W^!DI,OJGH=YN23#N!V$1E/)+-^+`?DW#LOSBO5&8^A/YV+\0;PV#<= MEQ=-26Z,E!Z;3UG=%%!+<<9*IX[=0-E2+ 6=]3B{' MH_NG>PYN,'E_2:VMQ|SQ:>]OG-QT0"'_[1WIISCQL9C$S)T+AJS473:W\##M;)CAK/9N:KUEZ#F|R\)?/F#XZ$[K5TOSC31OWNI4$W3%/MA4VHIXH;]W4|1S MQAME??9.R+@9A(R<[B:%XB:87"'C6E>N+3M[M=YL#)WAX/Y1Y9'8SM.+4<6S M(_V 6Z[57.-!]USO7>?1SQ43OSVDI(}*-ZH[V)*U\Z.I]N\G MA_0S>QIE\.Z-SB!O.8IF37O5>O':;2=Q+#O-Y4<'V7P.&KE]US'3@;U3IP\_$W;3*XZ8B[9/.J#H:"[44'X#$(M+.% =XAJ&CQMOBA54[1?JAO'QL819-;U. F]KNO8K.L!&&36=3<$51-UQ^%: M,,!{.(+XZ%2MLSN;-8$-!+]AKL(=&A&^4T*5$<*}+CJ[EG)XU!,IXU_PE:"951P],MJV@YIUGSV=],JHX4%)_=V&#B<3:1!ERU_M,G1J<7<[R95!V1;OB*E[DUG^-/-M.:IZ;(VQ\B3/8&>$A<;1Y!9UJ,DR"SK41)DEO4H"3+++>I0$F65MJ--_OQ,< MF[!U_:,5,NV-6\8(GHK=\R=.#%E;-!&_V.8BDW)? ^OM^=D?RR:XX.;Z_R6AW-ME,1+M79#[K{YNA/|8V#:/IB>&80:A:]$&H0VCIT&H0:A!]$&H0:A3P&AK0^7 M#I,=67%V_'Y9K%USI?ZJW0:GW:K)QAWIP(8;E,9ST$"O^=-E2+.9SM]*0/2]#W%]H^,[*<-2^TKF-AK=H M^\T.R3(*_M%V8G++[Q/6R6WB*1W?0\P6,S>ZU0[VL2QN(8^!KX&O@:-^!KX&O@:^'!KX&O@V MC;6M@6_/Z9D\LX&P@?!1)FW6UG'^V,S#5* : ,;<:O2=(8[+85NZT,;PU^*7[%/I]I\? MM@W ,2NJ>>+RW%@<-:[&;0\T-I*-!G\&?P9_+62UIZ<+#]0.D3SRLN/C2SO+/'7$##$>,..?M2^H9Y\T'\LQ> MWE&BK@V^BX&>@9Z!GH%>PQAGH&>@=YS0.Y64T;.2@<.D#:8U73M-UN I"K6QM]P9ZCV9/AI\W^6@9\!GP&?,KH%>LQBWIR,,!GH&>H\#O:$D)^W M#7ZFVD"E#42FX*R]BO'3#..0\MYW>N/6R;N!L(%P/HO1V+0Z,0!N.8 'W;X! ML%P>P%L4B4&O@:.^!KX&OH^S2=?M7[8-PLTJ^FA0:T\O2E(B,D_FM%_V3>.3-8 MO02^SL6EV2HP^&TK?H=,=V2]2PQ^VXK?'0@5 X-?@^]6XM?$O0:],<6N\7L-M=EN+W9[3:]_U##)C\S)U@9EO+>O- >Q^K'VC3W-8N(#<"7Q MOJL+8-<\L5DX95/!'UG({$'7L?O=_N!5R]:Y#IQ\M3T6!$MW.H5Y__2L^XS^ MAJ<|^??6$Q.JT0-4NFW?^M-TCJ-TGS_;<4*V&U-F T8&S,6ALP-AF,?>=RV&\P.PT@GQ@@S|>7#6:F@6/3 MX/BDF&?@US3X[?^&]%ZOP>QL:W?G7?+@@YNZ1$?I %7S'E!8WU:Z35S?M#]H,4@U2VT&50:I\:CNH,D@M2#U2#UZ54IR&/O(B\B*A3. M< 1^(SGH=_KW:1U!L-*B71)MQ+<=5!F@EGJEE!EH+KO.L[Q8-0^6#23*@/6 M?6]R=H<&K:LI0"K*?PP2&T%4D=.;|1M/BR>=.U(6V6WW529UBV&*@.U-K#/ M4&6@9[AJ"%4&:H8[!4VL,l09:#6S(\0;4*IZ,$7]V1N=Q6M'!<S M"53MJ W*?H^.7ICMW193U0:(F5(70|4!%)DSZ)MN"X:J_2/MHKN39F'-Y)VA MJC$X,W;34'6(IKEASVR8-WO#7 _5IV[JEIL@FDB],509FV"H:CW*1F.3%#)4 M'2!F'YE(RE!U)R9^F5#E?'.#%5'(#;*>TQVTP&X^[1UU$9F?M3P8-VT\]BW, MY@Q@XY:\K73O&ZH7!JN-6 .VTKWO/=]!B?@:M^9MI7O?>Z9G0@VW=E!EL&HRM'.V@RB!U!UF2WK@%/L"3KFLHM$OTHB35,B>F:,)I[U%3K61J+PU4VP'5<[.Y M,:.#:#J@.G&'WHGVP."95'!QI=^Q-XT0#UG:.U>1++%\; =21.^ZV0*NJ=.G+ MU7VO;7>+++=/FRS<^.H')N*CW3W2NWQK/9R^XKK_E26I/IO;<1+FC?_V?;$# MA/69.D#8?\AU&8^$F:./D;^%\ON@[A15-[%D<+^RH* MLM#]G_^^Z/?.7R?U+2?L:.EB%TMEDD[f?98]+;'YC*/O_I-6?!GG_2Z MG4L8 0C@AS#^IV$[GS$[\[_8^=$!UW'[G?IOR1QVT+4^B- M(]-!YWRSWUOB]X:._7&C]SBVP0K)IMS*H"}$"6_Q]%?S$OM#U$S M8]_:?6]N3[@U+#@+&6#C/\0BRP^)@%F4Q>G<_G?FQBF+<0F00'AQ.+7GP*P) M8Z$=9R&]TTUMUYYE0%-_9'_^$]C\FV*Y?X:# _2_[MR"8QO.>.?F'?^NG<0A+>O _\#G :P\1H*'KWE__[\.EO,+EEE"0L2?!C;#42 M!3C;& "-T'#ANS3AQ.JW747+.;PN@>&[.>?+!SSU'!=QZ@E8X?/9" XD -+5P M:FD/L9!HF 2#_T8N8F?+6>8/A<(.1:R_9!01G0 M*KD+&!T49L173E(V[+1.N1_2(O'1_<5AOS/[HLV#ZROX=UN@U#/*O#++0>D#2" MG_[+#3*DSCX[$R[&U+]9X2_]7-U9R?S'9KRO@MHS")3 C:C?RCO2?_2 M8R%HJ<+KX%F-,Y)CK^VO=TMX_[O8G?C>;_L+H))S]4N$_!M>ZK]Z*7^&7^7.MDO24WKP$1M>P'.3EV|F$Y/B5O:05$TR&64D.*\AH0,C!M2P.KI.$M-)*&U'9 ML ,&UM&2UK'BLVD6:97W)35T(FYP!\T:W?A3)OT-T(PH2MQ$"']-?YS4IA]/-MST"+IG>6\&](JX8^2^|/C^P@\L#NHWKU8^D!S=UX>@N*%ZU*%)(}1P,BQ[5?-M%_P2KX)-'R0 6$S'O:@<I:DHJ&W!$XOZ3Y459 '8 'O6_HP'&'\%S,+.9 M#_H$7TDI?SEQT>]=@O]=@J4.4Q_\!FE[X)_J167>3+E3X2)-8/W0JT%KY<'MU_Q5$5I(2_T.1^IP3Z9T?GN%3]M_D$_;ZPSUWUL__#V8W:_T##A%,U!O8:KL M*1${UA;_#3#5'5;=(25TX&NF:!E$=PM@)JZHG*P\(A6L$"6YN(H1_==T9DK MN|LV$D+#E/ATWNFI:<((==GK4=]#OV. ^DU*W.N(70+/5'2 #*]G?EODE9C2D&S MQ6G&F4F>8F!9H*B'/#3^\N&<;/3]T_6+/($$#%I,G,_%3.%PBA%A-84+Z: MMXR@$# 9N<40%T(XR+6Y!E&)?!1&8:=_^>/];U^5/S&EE\/O^F+)#?C]@?FY;2](*XI@%[S;J:P&?0] MH0 RXNHS!=;C&_#?/)O@@?:/,&0+SX_EW('?)W"-^+#1)F?+QA5LS Q9F"MZ0>OG5P&Q07*MPC|M&F.8&!$ZG!)43S0!XM?RGK^L4'7'2YT,,8K_+?]?A2W MK4\$"N<6Q,F/4>S(/ &6L30N<:S$!W"!!,=SD =X^9*!JD14Q_3LQS%V3 M.0W-P @WNYZ8&<@/O-7G4OI/<.(R[!L=O>0K^^XF'>MOD<@X(:X=5;CGU>>& M;\&0*[>=LF*Y< U#"F@>&"!+@"'EL!3,6+,LS? 1?\G0.!H!.0#14C3]%WV- M:B UD0\>A(>T08?#+?+R@_I=]RVH2D"&0(*KL:KWS0&^;N4NZ68P T]Z]) MF1.=TRR6#MV&3A7F/+F+C=]!FBD!I*Q[-<%ODUA/&#E11#]C9%H_-\,8AJ MDB48A,H\!PNF+4_O6FN# `":,58+,J4L3AQBUA]=D<&LB#B+\!V\ AEH%3S@) M<.L2%B$B=YGV$ H^>YY>H$PWNAM"(=QMG$4OY'-O(TVC6!L:66(-#R98 &R) M?4]H8KLN?OV9U!1_L>>)'_48.&]QQV$6OLU"!3L|0R M,===|WMK16+.3XH9!6%8:G(3^GZQYO31=G Y 0+;^[-]TRF2K&1HK*J.89! M9]3ES(N[^&0TKDNC=?$5]Z)I8G@<_U+,M]:6+4IZ_=3*^Z.;DB^R0T.RD]G$;BL>< "7C3^>795I9A6\L$^Z?>&EN2#45$'-U>UO65>29MD?ZAZVVZ21(@)0)W\K9+7 MCG#>5/L-VW:38U 2+++$580D?VW.7?]IMX-#6%-|XI4F!;&M M.JU:W8A(3L_C*+N>K_9QAQW[4RK+)"0:@$'}6L8&_;D U>GA01O.;4]==8< M/(,D"]:8%7/_BF)T(.!9'Z8@MK6G>M[K=;7B!AY.$9 W&Z#OPJ"_A4\H9=X\C(+H&LV>>O\4K$80+?DK<.@ I! M15''8$2VTKF.3ZR@@G4]U*WH_FY!)6_^BAKE_>RM=:^VG8+:.J<_\L-G+]_N M8)"=++MOE^/RR>!SBHEWO9 MAN8?13J;A#*K[?%V1-R'5[0]46+399[:TC5MI0@H3V#!;Q*()+\5%/\]B+|7 M0JF\RGE^2B-_*VI@BI*XDK=#3^)6;<-,!HVR'^ROJ M^2@,Y.6$*>[EUFZDG|SM[2S3PO\W\'I*NQE<96MMA6_]YYND](V7"?/M_% M0ZT-P4W*C]RXW^WBT=>R(3V_V'+;O1#*/B$ ^U|M'K6"5VAK+G>YQ M%-7S4S<.;&+9-9RMY'FQH++>8N:T.;0K%V3%[9JT2R-)?DM!YP4MI60J]^?F5V<5[A^ANE1]+ER;T>5F?'FOX^A6[H?0M>-R/\2JN<%!Q>W\/C.(ME?A=*@7 .;=XX1'C0'F(E:T:,A]RA:();D+KI4%XK^F_+,7PCC[G/ 05$ZN|M7OFB8&I_V+4A9]O*M5GSLN$*^P]"DK#RO48'"%>-7%Z\-MP3R.%[6|UFLNZM`XGL&+2 M^D[>MHKVU_;*T\TPJ2^P/G|H]+YWZS/(!-.[M&Y^:+76+/H567AT:R>)+O'U M+3>+.UE7#0Y=-X3'&^J0:+H_\[5QUY:@/"WGHQS/ID@(LG{$AEUA)?HK> M1+_]FGZ%ZTU_]UZ_<*Q;H0DS4(GBJ7<4:L!@O_S\Z>N'=QWQL%WZ'",4KL=P MQ.H4,#P@:X:6,O?"'"+9M;%N)P&?[^<2@PB-Q&9:X/-+R'A) MQ6P&"HW?3B0]O.2-$@[!*8*6/*Y*"WA\.N6Z'!QP ==:4_]/E/0FS.\M9/V M$*+PFBXLSB,O%1CF%TMT[_]&@DYF,ADE=G($_@)CSZU;1^6X",-(2Y@!NXD MC,K.[&\,G8Z|![G82*#^*N,ZRE9?&ZW?Z.O ^#:\]M@+"\>=6W)HL3AK=N8?8-Q#V(;I/"-2>]DX2C#H#]M'+DQERA>@D3[T99PZ[@<+'.O@A"LM_C'!Y*69C%E&M4U:KCEI'X&TNE[/D#) MQZF30N"7?)VET9FX^FL"\:_D;CA5?=#DG]-$LI-^S8FF F%N_+N$9+(XD=*M=E MWUWL'E*X@@SEF@H=SVH.":"+VH4['N)6KF-IX^8Q7/4PH!7>>+@PQ(L,IB) - M$W+=M-O<^@K4)W!@W'$H,6F\6*$K3KN3#;5>5;.^9*MY<*6<*0C++.M@fIRJ2L'U3T-C!%;SLM>NN;HK=VBLK.B)9^@)5]XTKQ^OK9IX@7T\^C+*"C M7]@.03MB,SV1H.%FH63D(CK$B58XI@2K\N =I?"%;HPP.-8&$0O90LJNC|RF MV*DX-"LIY3N@;@ BA)LO-*

*Z3;948#DWA@L"V=SJD?9'2W@QNCITKWB<+PY,!@~MD<6=;(JHM=B7#M/ZR> \N'-01Q/&%]8.O"QNIW./!{>5;F!9>+V_]UXF;]H+_M_!G/BS;7:?"%+SFM.2[T'$^-[@C?80M7@-N4>^B3..A)1G('2CE(#%?;,H" M<"*Q&<[GDP-!U-K@2_Z3.W4\6J'-(%$CA><98WUM6R9*K23Z#RS^]_R >T5T MO7H9-$)L,>#F0KN(\,A@+KD5[SF-?<^A59_[&!0M,05Y.0GBP"4J0,$W)# MRHX;=93|\ZSQFV_6"^\RW+7ZA;8M2 MHMENPY1QJV6K&0^Z3FF>S<1ZXP@RPK<>B5?^=R-ZQR%Z\F*#8S/[&VB9"1;7 M/S95557?WUK5;#B1?K(KM3O;*E.Y<>D\QG=YPM#-Z|\S8A^X-&HBV$Z+]T;F!{)+M:,#74/!=C WX@(>!WP7Y^MW)8^"AP9\S01?S[D8]]H&O_-EMO?K)%~,0Z1-_M:U|HV/4HV?5TW"_N25'61K%LU8,S1\>#[: *]9/&L%\'I.[]) ST#O4:#7 MO6QV<&92QB6&?- .Y\"%Y28YK9+5?9WP.Z@T[VL2.Y?W@7/9;,9WW<)![4/B.G6&WV6;)P-? =R5\A[OO-GI&0-?]_5 MFPE=I]MM=]U-"W<3GGA MS7TV*60C@T8&#?X>G7$&?P9_S5E;@S^#/X, 1V=CLU+(C\W@]S3ROIU-W(1- MB4"\@Y>%B4O7+GM1DIH$RSX=?O- MKETV\#MB^ V<7]_9I<=M31[OERNG?W/|\{6ZK<8&'SEQ V9'.WOI"V=3VTT2 M9ESFC(Y7:?NM$UF#O6+!W.FOYL-;NHU;-X%D;<&=TGL'>HWG)S3X<;7++/V#0MfW%TXR>R|=\LBFTO9E,_>=9&2_Y.*6V/S3=H@SX'@E\9P9Z!GI&[QGP-8UQ M1N^99'*)*Y\62]+/\> >T1>%)H=L!/4(.&B@UTSH]<9FQ)N /[' UfYDG@'? ML8!O<-[L"$M,)OD'#/HU2A+1)$_9)+7A77YXG?G)'/UGNE0F9C=ND+E4N.S8 M(6O7E8NF^>,A%<++(&3>\\VX+[9&!\$'3C4YW9!*.!L(MAO"%,[V\=E63@;"!M\/JPUAF=M*Y"J@&Y]P9USA,''X_EMID^2I"WQ\:UEOEMN3NW#C:Q](Q4>[1>K1Z_9G=WL$_+(51%/O%8MZK]3T7;%C MMHQ9PL(4:X*6RSCZ[B_/I[@R+9[Z\93 M>'\6^C<[I%%2QP_I5K\=.,[@_V+&K 40-DI\%DA[_(0F8/NH=L_:'=AK9 M'!.8L#C\;CY1%ML_1S 1I_O'(CYF71C$Y?8,XT/5#^SW.PPWO;+98!M$=_WI@ MS-P81H;Q5M)!56F$5YST.WTUSQV04IBV79FV):8IZ-BT-/9]E};?Z6ZP-#1= M1ZR0/FU+TICXWZL4{GUAK'I*RPM3FO.@TWOP.EG595K+@D&G9=+>2A7U=%!'>MJ5^.WG[QE<+[@/=\$%A"IR3'@N" MI3N= F[_>M9]1G_#4Y{!\>^MI"J?(@Q5SEPG0(__UVK[UI^D<1^D^?[;C[%\S M6OV>?L'Y@G(!G9+.HRP!)9.T)*B$9<)/?WK6O\>BZV#VT",%3RRV:1Q!NUC7M)\:R/6Q*<.$+]:@3I@%>_29MCCH7A?&W1*?^W6QN]+*8*)_TK(H/]HSS M6_(}#;,_'+,;>_.M9KSNOX'P^4J<;6),M(5.(\M&EHLSIH3'5N+;/0)Q-5Y& MJYWB-C0T?V(${F65MJ&+;]WD/D5 ;=Y_O=V_]^^,-@QI[=@F"^\^;>DQ+INCV MS-!5.ZK;$SI^ON^MT[XSVD%;C0.Q|J')1@/1-D+TTND-1^V$; ,*@1^[\N$3MAE8LP1.%N.G+VG=RL!E\,,,QX&'?")@RX'LL\ U;UWVC?3')?BV%%RV8G;K? M[=,)"]G,3U!{JV%D]BAE!G1DNJX;X#T&\,8-MQ9'$4<<8 OB],*>;Z;RB[8 M6/GH+B*8\W_HPU9O)NYY]$<.;Z;G<"Y{(_W Y#6"%%^<^L,]#K&KC4_A[E!F=G+XWNN')Z88>X/OA(5HS=(,!O 'I\BD)9SAHI?O7PU^Q<(0)O M\C7-S-?L@<9&LM'@S^#OR0=#^V1)ACV-DU=$YA=YA!P,V<)<"M((T3#B;_!G M\/?H;#0AA)%!(X-M8Z/!G\%?VVQ 6TK4J&O5V:JN549PFR 4NV^/.6Y= W(# MOE,!7\|9C)M=(MG6P&'_%VKA95[)&S!LS6=NGCU^46V;F!KH'0OT^JW#GHDK M= ;]'DNWZ8L-+WO?1<<6 M4TB_*P7!FD+Z@=/=P8V.YN2(7Q+ #]RQMV'NVS- 'P# JY[EPM7>=C?M>CM M_F+C Q!M[BQLD\V%(Z[$\U[: M7]P%XUS]$B'_1@/5R_ES_"K'+ 2K6]-J-K6'\SJ!O9A,VB&.9>THH)\L.L M)(<59#0@Y.!:%@;724)...6-J.R'Z -?(CE0ETA^8!Y=12[0&C]*.T/-U9$[M3\V;JR/W0N3JR_015UW!LUO#@&;UFF)86\-[<#;B&74_R.L#M M[_D$![N-$\688$?W6+1JE893&DU8:]!E0M(VS-#K#Z RC,W8SXRNV3"E#9Q1'M@~2T<009Q6$41W'&,K-O@I0&B;E)XC1313:DRJ(%7&P<0699CY(@LZQ'29!9 MUH;Z$?L^+"4J();=/5_?_87QO@L/KE4T%\VOKUW=GM RI;N_^>/<&0[Z,/W MH!?-&X@^#8A>@9}>%U@:B!ZQVNUG6ZO8?Q@:B"Z-X@.GN6Y6!W[';WXO M<$^F\3PTX&L+H^"Y'!GP&?(\#0E'EH&W@:U|6>[|>LAW*@<!$0#'KX'A2^8V>X@YLK#'P-?!\%OE@D;+2O@6]KX=L_;Y/V;<5& MPA,/ZYN!FS;LXNV!QD;RT>#/X,_@KX6,,_@S^&O.VAK\M3VE'%B*\17V, ^6L@X@S^#O^:LK<&?P9_!WZ.ST:20 MC0P:&6P;&PW^#/X,_EK(:(,_@[_FK*W!7P-3R(_-H*LT\KZ=3=R$87/W!,8I M<>F8IA-T(H=BZX%^8\CP'?8X&O#SK1'.HU\'LD^(U,=S\#OL<"WIC, MNKZFK4@9[YNWIXP@;/.'$##9D^9_9U.BV$T29ISE(Y79<], ^MP6#OD:!W.FPV^-IUQJH9/&L#[H^KL\HO2,&WVFS {3':)37EFSRh!72]6.L M149'F1QDXQP?LZSVNR:3;,#W2.#KF2[$!GR//:YASV#/8.^1%-_(I)%;GT:> ML@E>I9CZX77F)W-TFGDR.9S:,,MQ@\S%VW);HVM@<-D78\%Q-NW*$!KP' M#1^:=[LA<,VH@W&((GYL@U_'X50#N.:/VZ>!F1=T_WW,MRJ4$&C\V\-=:!^-+JC(\4&IJV#Z;DS'#_\;(6!J8^!M?MO2.H-QF[6I:2[P|@^6I+'OI7B-P'\-JHJ:*;@O4WYY<"!']K2O!-? [%OCU MG?.+9A\;,_ [8O@-G.O+UAVV:U^^F9I, ^C.*OV&QN2?.)Q.VG+<(>B.W\O.W+/;F;D)7)X/K BY*>N?8 MR\#5[KU@_|I)=Z$#8>3V2.6VX;^C!0QW9|_=]>W:7A32L3@72W9=S\L664#_ M%A4QZ":Y2W'"4OOL+^#RXL[_ZX_-.SP@" C*L841]@O 7@$V'IOMV.^HZV/A M0X>;;&IOMD)Vf:,^#;-O2Z4XU?>-.EWV-@?_&[AW1UF:I."PX>^7I1JZ_A)& M\$,[C%+@R]*IH\:,Z=Q-@=%W!H3A?-&1A0FFD>5%BT6$G(V\;PXP(\DFB3_U MW?@.R=!)IB&)6X6X&_A-!1U'M&=^Z/(8}K$]LAC>>Y^IM.$NC)4F&^D":?3ZA7;+FROI.?-CTO\|PQKRBBK<9H?Z_=G#K%(!!TZUF6V MBU]VQ+'F2T>CB3.B;T37B*X1W;,*[O\Q-I%*BX1>0.13E5XWV4TG4RBTN]^K MW%6%HY*M0V80'V%MUJ01]Z2L=D;Z/[*0$;&#KM-\MC:3*K/89K&;M]@?F,<6 M$\;=A4&O#0O>)$O63&R_MD4B4KE,5/+U>)#?M RM(4+1[_;7UZ(U>1U:1>QQ M@69]04B3UZ%5Q!K0-&,=&E;_NLE;Q<;9$/?-=L>:|VXR?W!)@B"MOU/*=Q$-EG> M56XZ/G^<$!7M"1

<)GHG,=7L'_P0S@$V0MU4!1UK.AQ4YT;3BZVJ0>!5V|D27J/_Q$-MM/%(IWB1Y?%ZQ1)9?-/DYX^?<9\K@SZEL66'H5%75U2ULR_Q7CY

*M4X6@I<'WPI$B|:.%;E<)ZZ<(;^B'00I^DG:U(5ZI)*@]--2\;[CBVGWI<,1=-M]<([C3#XQ),#LA<;G2#7>YX:HI|X)J#_7+5:F_K;8_^ZI_&^_N3?4$L#!!0 M-("E]#EEJ4A&'_FD .\!!P 5&UL M[;UM<^.XDB[X?2/V/YC[1MR8B9CN;E=UO9V9LS?DMVK/M2VO[>[:LU\4, E) M/$T1.B!E6_WK%P JB1*1 $B1!.#6Q,3LHT$,_/!2R*1R/RQ__4ZCP?/F*81-M2?[^.P\E//.\PP$F PBB9_OV'WQY<'4Z<75W],$@SE(0H)@G^^P!)^>%_ =____MY_\O8/_W7__7CS\.+B.WEY^2DAS^B%T#_2GP(R-^OP(4/9,MWT|O/KS\'7_Y>3_%4?)'W_C _.$ M4CQ@^DK2OfVFT=[_X-\M/OORX2="I^_>__SSR;O_]^;Z(9CA.?HQ2KC> OS# MFHKW(J,[^?KUZSOQUW732LO7)QJOO_'AW9J=3<_LKV&V(2@W_O@N_V.Y::3H MNL1T&OTM%9)/)^Q_G/STFH8_K'$2RJ8D MQO=X,N# 94!OOIJ2>))D@!NQBF;$!RB%^Q]N\,R-L"#,&!?6,XLG??TCC9,8^_M\OZ7GS]^)E_XG_L_,I6"S:4TXB/Q!\&[P|[_"F*N<8>9AAGJ8X-;>/NV+E# M%"?*

*9#&=1@.>:OSDI6V64SSP\9Q)1Y/1@]\6;(QI%;BFZH'6BJMT45GK)_--M4#+\%Z55R\:JEE*WJL R0IL5I8U6;]-.=$"B=7<;DI=90KA"U'RMXMV^,.HKC/-_M8(J6%ZLT8M+:?*

*49PR/8@/Z5,Q"${'9CN6!!% MJXRQ@sL\RL1ZS:,-&4GXJEQ*=(#9D#:*JOW.&9;2\CVO6SU2%&2HL!HU=>?1 M^0W0)T6\UQR(^$F'W,9(%04[7*X,5D@H-L-.&+.5Lj\Z6=M?*

*AM$3(M:95I2-[V MKO!/]M$,1"-LL!%4VK;*S. ^L9[X%LN43L]TZNV#BZV>SFJK=$8BG?$YR=P"=-MFXT^D*)=QI9/*?[7DGWIXIDO&EJV@/9=VVIW)(Y,UC\#TJY9?>1CJ@FCNX3=*

*MFYAFC!J0]F-NFK%K2-ZIE6?&)9Jj=3/+C*EJRXY-+C.V='1]F5]FW!IWT-F. M,;#Q7 (H>=FHAJYC+\LYSE 4I[>(\E\|:TTR\Q[:U6XPP^$R M9A^^H)30,T(IS@W_T83OB*

*&;+^=1OQ!&V.FB6MZ@_IM&MKH"XP-;KH'\)G\P|HD2N35H7BPQ\4[0$>ZVTXERANTYJG>:.*WD*]>@>GLZ4:XGV<5K(')EPQ$=LI9.*QMD M&-1Y3R?-*

*[<(V-5]KISZMU5.#M;JGD^::J4UBL-%3'$UWB@7*52XA\$++[$-\0 M$+_T|>)5O-6*Q M#%$1GDJ$L+R MC_/^:!QEJ.!7A86"PFZAF39TK4L0,[#3W0?)5?4.&|QAL_*

MS%$LEGQD%>E>"F\!P# M^(-_]!HY?/&Z32R0OVI4HE!H0,$7'5W"9(0D0!!.#V M3F.@81M$H:=CLJBO4K,*!&M<&%4@B(!*:42,F =QZ?687$[SH-

R62^VZWN<65'6O)]]3E/Q!EXLL6-U1$F#,+X;2 MS9PT.'P9=>_!/.9R@,#U^Q1WF[^U]ZWS%^A#)NE8X++9T',&G9!]'I.155 MNGVRA\/3U3U/N\]#-Q[O:W;*/O2'VKC2DCN-*

*53TI0,A*1^__>KB;>W%+LU'=X/?AQL%'*^.K#/)^D,]EN'\AN":S\6@#@6@^A-G6,!B&,!'->*#G17<>!8 ,)8 *-[+A''' M+VLBE_YP-W,^6&E@K0V8R-WZ*

*8:\@[/*V@]71##OH$_? M&D1%E=(GGMV@.4\%BX,4P3VFML" M:O# <9 MT^Z98RB=*39]]E>]RE8HDP{"S#MH*

*M25E;A_*;M_0>!SAZYH>K6YQIP5%1>8*15@1PN[8%U2W)L"@I3E!2$R\MJ2>@ MFN.[#!V!L2>H&H-A_* KB5L+Z#K7%#*]PK M>$RTWT],W^&6X2U)@GK&X9;"]1.1DF*

*(EU9" JK@4EJ>82A*C5S7_GZKJBL<.M.QH_QVS:€)&D@F3F0!1N2@&O^3M*%IAF]|L8\2)SX<6_EM&"^Z*8 MZ.DRW6 JUP'2\@2*9.W#<)<5)?E&S*

[$!0C"]<7;P&)9+'H7PC)'R)8EF>@(+< MA-lUT{OE_&SYH@8L=&&>++#'-48IOH^F,V9!_];F@BBV'Q69ZW#IF0=QLN:%_MT-D#?I@")E: -7?!=82>HI@I2O@ZQ#72C.2,J90OPME?*

UU@VH/S5SFU! &1 MM.8X+%O?-4#T]A"JPD(((RUKH/L.00*[_ =6G$'HI[%#?++>] X#5]H=+) #A ML>8Q8,S2)0ZK7.@M1=]U_$/ M:MR:*X&MN4*8[U$V.UNF&1LGU^"H[8]MI?*

*8"N+KR@$!;\S7L^D?,{533^02> M@20@;"[X+|10^6V/U3$VZFUTMRBVW*KL^2V+1V HZ'302H)"(TU5X-R?3:Y M C3LP\%@ZP@{XFO-5U$^42C6P5(K?Y&]2*

*'"82^H0;ZCFDPT+;F_P)F):|]%I M[QW8>?'69G,:+*E">36O(?0721/!0!RM.3,.3),W8968&B3M%,I9I#,YU$F M4D4P&?GFR]8%G 1*;!1$_F*EPKSIKKH\EEL7O7PX MC?*

Z.XJ4BFX:DL;V;_/K@0.R#J%CS9)0R&VD@V6_I$QY2WD$P[+W""$.A.Q3? MH8C9-V=H$672RGKKFP(Y@4_0]$0 $;+FRKC'&=,##B\037BJME$0+.?+F.=;

*M8F8I+OT(@Z6G]0OWDVE -"*UY*QXI.P NZBZIP=6PY MGR !N(<@::=(41-(.[*$T'6Q >]PIEK7]ECI!(>4=!,->HF*%=)$?-^QS.%*

*M,JUF&8V>EAF/O'DDW*G%/8+=1,BK_*%QC%YX5;Q):'G9/F4 M399Q-8^;_AE"G6Z7^Y^@9WS$KBK&"IC+[FU/J M*=T%I0;_SMEXNWRS0^:*

*("H%#X9UFW(O]*J,?PA"]N]C5%P/=1,98'0I_AP:*_LGLEVI2#R";E:&Y6U8)H*PI!=*B#P#QF#__M$P9.WJ"W@%,W=^? [= 972V8M2&NI8+53<2?*=SC9YPL,7CIR@FU=,.>;2VC*

MD4[J"M#VF@6 <(XR|"M),T/=0\UO^JNJW.EXZ[_N6UEXSD[!=SC=,.$L2KQF M6JUP\]!%DI/OGDN/Z-! 7 MFD_6KJ$+CB^9X+++,.YNG #R'.OO_\|&JPB>+!IV-WI>_O[=[7&\L%

*(2VO4RO MZ[PO?+#R85T49S,H"]PE=1]'0Q'Z.<#4\[*65A:5R|+4S!H:J92\|[>L2 > M9:Q/H093Q^,I4V^]6*

OK^(83QG#,AMTPG#,M[F]MB839WW.GQ[^*7Z$85,0>0695@X(+FMA'P]8O/Y1/.',Z+T"L8Y(M$)YVB]Y>S1KV3=[>[Q4(D#X6 O_V B89_]I)]D]JV^UL5?(M@/R#/@Q;L^Q?*

OVO7N[V&7L$AY1V"PEJ@QS+:E74+!GSVQB=4SPA%)?*\K"%AB+& M>)0@NA(^A;J9=SK\J/N>ELZ%!P>9-6?-1I1B,IRR@]-$E300(/ %7(!Q$!B+ M+VX(XTY]Q-BV<5_]^[R"&K?

F3;EE!'- G!8_K+:,7;F/7F.IX,M6)V VA- S M>#2]M^8_6:=F?3_R.8_B9?$G9Z $0N ^DG$0&&L>E.\XFLX8?\-G9NA,\>V2 M.X&=4W.N:S9Z7-5T

V$@@$N.27<>;U@$'^OH_M/26H9/+;"J1[H<|F)GB M]"K933NY*^RG)L(6/0^B9)#W?7P^<7P^X<_SB28`:,,5NA6@=,Q6Y.U+B]ZP M%P*B.V@_U-B;'-M+*

;U#%%EV!);"]:6N5+R%1T4E::V\DS7 4+.- B#O>S%\EIZ.DR49&/9)'<, M'[T X IF\0WB;OT\'4CR]K92@-=!1\$Y!(N]!..'2/$4Z9$"2\4?WP5$S# ^'S MT1H^\LMO'40]JG'?

*KZP;H*3E'P+%WAMK3VK6?77\0K1%,=US,IE?=%%=O?!T' M3$LJQ0NT<&==8F@B$P1AT^#>)A)=QUO07D)HI%0 M$(K67E;7&)'#%T3#6YQR+I]>$3G"4+94YW*

_MV=U!T: H+/"7LA2C>'=SI P M[!K7,5%30G!0V/5R F/|C"3/F/+K_<$D_W<6/<4EP[+9&]'MUM?!4$,Z<"!8 M\Z,I!WC[(\&P7U^'0AWOP+%@SD"O*

M5H^#@X4#1X$U)YYJE1L&N:^H7$ZFWBY0[L%Y=&L) B)I+_^^?:I$Z",IJ%[YB M"4@"@MFRG^P[HA0E(ODN'U7"(9LS>975-EBF@53[*7B-F@-9 &QLAS$=)4\MQG&M.I.2_S.I

<1M!W+ MU Q?7]>8FDH%@BFDR%-M_A%_*7A;=2&W%U$:TL! 6@O;9)0#9'<(_>5PAE M8H 8|NH9]D8W-7.,2>IQ%ZSFXH"@-741M; --D%-T9&7LJ.G8 7-?XLI^'=*

*MRTAKD(OW<^OI:>VFY$7I[#(F+ZEV M8WZ'04"6#.|'.#HF;\MO\69G...3?8[7M(,M\7\,$D[>,=,JE:)X'>;[^EF[-MC+_?9WQ_.Q\#T<,)>&@U$?7*N>U&4L1-'*F/U2TS7?*

RRSZC6[+!FJYS1C>%@^0\?]SRR"D&!4G'!)4+|.WR]6F?K[QIYQO% M?}X).7>?]!DK$_/[__'E_5O:P@'PCZP6X'?8R6T_U7T%^ MWU^&;'I]<7@ZO;QXO[BX7%P_.^7O'CA/@,OV^L@-*

*^S6!V MEBIZZ?Z\(1%!I"H&!*ALDH >1_=LR\UZ%4"5#9*R*SO3P;0OE?)4=DSE59^.M?\!+L6]$*&3Y4]L ^*+=T?'W]P45?%.V2PY07_L58U8%,.5+1(V9?L306'3JF2I*

Mf%*Rl;76;IQ5%3\5W;4'7-ERZ^E7'6$9H^8SOEHOC8H\02TMW1S%,QPN.0/ MZ';XTA5]4E*Y4P)*"@ZRMO2(/)MHG6OY! MF-P Y!,-L:ZB $QAIJ#0LTJ/*JBNE3EH3U87*

[U<#!TW=1X &Y=R|8 F+,9 MMZPVM%5$2#ODB99K<,5]=\E*,5:,%^RG[9Q@/Y3,@,W%7N|PWBV^\|A&WRG[MZA\29%@W=7NQ54' S"YH*A"$;$E6"Y?=HCB?

*$X#5S%I5&CE:$'TH-]>6L5Z_,2n@ MD<6:|+,HV=95:(P ^9KU!+.M42?-U-I:|!4>/?_!X?!,,*3XC%Q?GREM4GGC-MWNU2;)02(TY;MT5!S=;0!X37O@N#&6D5X!-*

*<)FS;]Z2*O, ^1:NC_7?S5&\YP78(C36_[<.(N>Y9$+'RJ7 MI[*8S<&_%9T--KT=SR;'LXF,9Y/Z2WA^ZWB#LQD)\Y=EVWJNY=]BS#U2P%F M9QULTJ.C9Y^#Y>KG"D$#-L0B:.XS(AU-*

ST>]MH @Q@+V=,W0.W1.GMWZAM>[MHU_/!K#Y_-"?!3LH"=C12;#O\W5#+?=UWCXZ/ M9;-?IRX>EHL%H3P?Q6D]TFP512"AE $=?,E=R+L4N"\+EKPD"!1:W:/

*MEG8:/(.1TB'7W1[!0M>-O6(C1BYMW7]-?=__]EN[BIF(8 L!:+ED>`GBVI1++.X*48D"+_M1LZK?9]7'T'!2VI?%U=":,S?R,7_#*9BU/.*M#PH#8=81,98"0;YJ&J6#D>*X?*

M&!K^5^=UOV$24FXI,ZJ-Z_ZMNYU20L\(&PUY1H?1A#\a#M@H.8_B98;#B\]+7M.EU^BUYYP;ONF[^CB]X'I>[Y+\4'Q%O\XA.#B[N'S3W\[7;]+>LNF5 >W:|S

*MY'4%L_"%>:61HZYP&:MM'XH>\[.H#D$(N[A<5U-9N%^&QSNIQ;9K2]&VSH$*_M$ 5!|P'}AF#H6 97*WLW(8@FS.A-[S 5266%V:FX]9 U'Y_8>E9H?,4!L]WV M?*

4;KB!3FOSDF!8%_J.PP;K!F63@22C)/F8515U(? 3FHCG'4QY.>;R>])@"= MQ2AE$RE/7*l,FJ(@\'X.LCC.QO*(N,8>LK9U,*7H-$RWG/1T@=>\/" MR2-E:WCU>0#V6 6-!%OJWEUX[Q

=42%;7M!I?,"&H3"C=QZF&F.Y(, M$.85G8;+$9H]*?*W.,F\PPR*1%=O?!T' M3$LJQ0NT<&==8F@B$P1AT^#>)A)=QUO07D)HI%0 M$(K67E;7&)'#%T3#6YQR+I]>$3G"4+94YW*_MV=U!T*: H+/"7LA2C>'=SI P M[!K7,5%30G!0V/5R F/|C"3/F/+K_<$D_W<6/<4EP[+9&]'MUM?!4$,Z<"!8 M\Z,I!WC[(\&P7U^'0AWOP+%@SD"O*

{VR5!>YNMO. M>1 D[$]:UJ;N375ZY7NC;]5BFY:-AE.0SN/TI30U2W)\$X<^3 (F*7 BQCF M#Y.(S)U2Y'HU[\-=%}}HO+I.Q$^62UXH@J6_*5:HJH4+"DI?6(I*G+-$L>+*

MEXFX)B@IR5!!N[HH^F/=@NVC!#]>"3<;N992@)&#@;UDVKF=0LT-G;NKJ@@X6 M/VBD4>]A((`M:+Q<3]90Y2]2WF->:RI=RSNXBK6=(-#/41+>XW1!DA07+XY-O[P)K:U,B2\SB,-

V"&-KFXB'O-Y1]+D":6FL!C3CS^Y#4T!04#O,\OPC+(9 MIH902-O.\JB8]AUF&G0F6K.']Z2,Y2DJ?;]0TUG+1K]P'.RB500AM:LXV$< MDQ>>WOR2T'.R?,HFR[@JB!1.MUX"W:|

{9TlPDH+,C>8L%LJ;!4R@1:59] MU5^C5YV_%(IL@P7YY8!N@ZI?_6]52IU*WTP5>K.9=\\'FQN%NL6ZI/GBP M'GEEQ.HB:O2TMOWNZGKK)HYY70_,>-:-*

*H01]ZF:.I> ^"C)+/G0Z\PX4D^;GOSJI\LH#OF[<] M&Q3,F.5-5V51=4N>@LB6;[!YBJ<3IC?__&02!?AR29FFV&E<7$;_\G^IESH= MF2VO?<-Y9"2.>_[\,Y*D[!*

L.CM>)4SV>-8:5JHJ)B1Y UPQN+ 1W+WCFOB M"J*!@2_HQB=|%^XXU^IB(HI|=S!!L)PQQ6YI[CA<4!U&1K6<18Z%F9LS."Z_[^ MH(CT0+)++^QBUEF_Y5FBYQ M.*+|OWQ+.*

<=I0.%^OG;(:V.3RSY11[$YQTN)S0B7{H6VA4IW9?I=LG5.IH\ MS!#[>_[7 X;&4?]O:I#4D!B\ ;0]7,I(_"E*A)L,\)Z5%]9:BTCCKGT<) <* M"QIY-G/V50_NHQ>>A&06+>*

[8T8?]C,*B&_C+GS"NZ90SET32T3>\CR;_$[X MT-TL<$4X6KUMP:_GQ_1,)^7,9UWG-D)/CWYC.EY0QSD2)2)AO6+?X1?Q)*

*MX5@QH\-)WCH2.>=H$5R>HA2'O$H4\KN[S2GJVV3.]02!],TI,:=2V7XC**8 M&S"7A'YCM(H']U%UIT.LATZD.H$'6[*EE1Z9BZ7]5'ZXGF+)5[Z2N52COQ.?!.M4%\NT)E@]57FUD7-*

*]C(VD"_V,//7V.I"WQ15A;ZW/>6O-5/;9;XON<[P=?2, MPWTI*SA7A[9M>V'F@HNC9]HZOMPYG%F4C!1Y]F.G/^>.;9"D-/5#?HGH6":B^F< T?|_99W97B!7@WRCNS"F;:=*

*26H*UO5(# MP""^YXS_\#NA?TP(#=1ALE#SWI\OM8>%4B00!7N)#-G 455W+]KM-+,5FG\@ M.] HX(IFHAFC*9.KH[15Q,. XF12,[=/"NX+E5Z+5=T;00JT-?;@EDEI$$]'*

M$&6I6S7=VP)T+9#!!:]5!U]YM%V\ ]#$07[J32.WILCQ[;H%?VZ+$] M>FR/'MNCQ_/HC1VK>FPMCO:COP67;28QW#.M|D4>VKOD:,;<7

*M17R'8E<[O4Z:\P_FJNL/AU+8#N!JE,$XI8CKGS%1PDSU7D;>W!?+?X=;_+NC9Q.M#< 7>\ H/IET*B1TZK%7XU'E700(IKG.UGC68*

*MN.L,,PL6EYW,+4#795;^.N=GDCQC9M$^B;]<.+U#*]Y4Z (JE626(I%UB$*6QIZ>YSQ')NE/S/OP$$*M. ;>7ZM'X,,9?ZR? M7B77^!G''RZCA!WC(Q27'&QGB-*

((AT.VH$24_ZQZNS\\625V;GXW"'!!N*# M@P^#S2<'I6\.BH\.4#;@GQV(H9WRZM9D*[Z+438A=)Y?XQ%Z1E>+C C_A^K< MS4C-*

%/O+NZS@!SIYJZ5PYN1MK.S=&6TDG2=G\,WAV42'.9G-MV-]S>8,0749$KK2]'-E2J7C>6HN/J@00@7$=1+GD" M;"#MLM>@O]'@J'-AP^Y5PHRV-+?=*X%!9&M)\Z-)B8*

*IUPJ+U;M[U$V^RTA M3RFFSWRGRD79C0/B/RXI3[EVBM(H75O!*]%7O3E,\;ZOY9L;+MUKPJG_"5-.M905$O5NR&8A2G#Z@,$_2RR]PTP><9?EJ;6(MIL7*7V5<'JB@-*

L,f0GH0.2FO MDH"RIQ YSQ_;WSB5?OZO/C852C'P?K7QU!EB2ZX3XV:LY=8-K;X)SO\HC?# MJ1<|6=!;Z(_]3C0*8KI9SDTY+WL_2) ?O&H/21@2B*

M!:BD7=^XRCTJ=:9WXQ5MS+\F'$G:V+XO5*=9@TL-!SR?&E>V*#P/5_8L_=E:.M5)%*143&:3^VFXEB07?#FF%+5<:D^B)RUGIR|;6H3B?=\[_?1ZK;'"M:=D$V_@FD-MKUF

M,;36GLL=8VB=O#D[QM"^D1A:SF^-V-EM<[]B9G'\&IGONWS$-!),2FXK" K!",+2@"NL\V:(X/AW$]-_MW!#5!5)/I8M+SX "4L#3DAG9N1]E/YQ23$N/YFHBR;*

[N"HF:E<1<^HJ@3Q\#W M[F($PG>>L#S)T]*DKRK^X'W#^(/U)P;Y-X[1!\?H@V/TP3'ZX!A]T)>#ZAA] M<(P^.$8?',/VK-!-H_QMYN'MN*&G,#EK4_'NW-WY7K!7;4&)*.I38O6LI_|:-*

*DW:(.|'EZ"@U9X0#0 M>7%WFEFZ\>MDIA.UF,YM(]N;/%68U+K-^),/SKP]?IUSOPK^3E&*PS,RY^G2 M#WX3)?*\A;Q;ISNMHVN4,KL.]\(!K*_'H?K\B,PE6(C###OYID=CHCOY^SD/U1UC*

M3WIYG\SD7> @PR$/<5/<"73W38_&6'?RN|EWM#>G0KMC,N?A M."8E^H#&I+6-.W*+XU*ZG655'#P%OR/.FU H_'3VQV-O;Z/"@Z.H[&B#6@T M?*

G8E9"IW]25372&HCQ^4H5'K;IPH"77.]87#HGCA78R2+>.5T2&M669;KM@ M5)7-=,MG:EQ!RJ@;A*I:D +5IBJH3H[85K*

*M\E_45]=U^>G"@.%4=^$AC09WS;999U%U$RMK:N89NH'{8,W?OEP\#Q^6[W@X M[.82%TB)>/N^ZMOX,4L,U)]8>E.5C'&".41*9\!'E6Q%1P/>TX!W M9=L?<"P1?2P1[&WE+$K3]*

M3?GDHXORK-V1G9.Y&A=RF$CNG=!MP>ORV.[#(=#K&9],&2<.1'E9(=3B@5;.MRF_FLB2)Z#I"-*

*UY')NZ=T].ZMW1%E;G[9#6%;'8AQWF;Q%6]B)\D2Q7AT/SK=CT[WHI/]+P*OR^Z-H)/IZ'1O8>D%4!$;P!.=Z`&] CC<@QQN0XPW(F[@!N4&9,$C.E7EE M8!i.U40.<*A7V'?*

*\!Z3]=O@A$^] I-/+_H"FQI"I^O 00]TX!L.T5;>OS/Y4 M1<1_?RC3HLK>A22C*MFE=1]G41,1^]H6S_ZUIT!"A]IZT??^M&WID-.M^T%AD):*

<\#V86DJ!3^T=Q\^%>]6B&^XS.Y'.7(3NMUIK2$]"\#.^2[<\[3.MC@]5-*CN[QC=[E-JT#,PE6=)L5A,9=\'X%W\C.DTD.UT;C>/^.6QN.M4)IA;@;)M.WXDZ6GV"T@H1 (/.A^.:!F*

,\:AN&@(OR-V\#2$0D,U_O396U", M1 /A^=S)_+CXUS):B*L_$=)HN.\;T8X_6PIZ;6W^&_D(.?,Y8\N =1&/\,52 MN:CN(Q^]$H_??GDR-_GQZ9F?@]CL_*CL_*[,/BLLO KV=EHR*

C;#4M/.6 %&3-2 22MOR1J.P^>]9NN8X#?R4QZU>MYITVXU\LV5EU="OA&#P)MFTX M<21G!EJMM!Q_XD0U3(OQ4_=N>X5*M'+!VIB.YU'\]T0/M3LS\YJ.G6M[U:1?*

=L.3MK:76?7]B7V;)1=GAZ!5N>EL,3 M+&@=;B#=4=Y95$=PI M>IT;8.2NNZ5MF%QVNK0(I0WW2\&'D>MEMZVM;-(F9'P#FJZY0U>,#PT M4K2LZ?*

*B]I8"*FHJ&>8<7]+:OA3D+1^::/MWGUE90>@--2WD'-=UV!,2:58V_M8+_9^*,ECTQ-#U^[4B[6A]!M>'X MDR5G5T,-]W,,'FH;N[O:>P=1B/B0D>*

*/I5%+0>+V44LKI?/ALHL&IKN.VWM M'*ST&I9:XQ(]3Q/<-3'*Y=/3X7CU>FC:L7'-+?GUK8[5O4,VQB'SO<0PN# U M=0*9V.[FIOO:@G!>M1*&X8N1+#E1[9JS:W99C2\]E&]J5,*

O[{UM=PU:.E=9O M]M-V[68_C!_Y,]K1Y"I)H^YQC$3< MYRQ:/)+),.YA*'-5":@KI.>+1XM!@JLS/31N0GD((Q.&DO=0=OU(OG&P5{G M?6]"!TP:9?*

S4B6IS.K%WX;E9[OF[A&QU1N8+DH@(>K.3N)S.T=W+C'G0A+'"% MT1Z;NIL@T-SRN5RI;V(B@'O'\S. <7+?:1N\?L_J9#XGB3@_/%(41LE4=UNA MH!B_MW1X5T\"4H-Y<-

I\TOKCS'U;=!<9"HKQ>TOGSP.4Q\<\]/BVPZ4EG&CO M.)0TX_=?_%/^/ON@^K^TK/Y0!1@$,31XNTI?B#I=LE8W4KV.:7=7M72SH@-MBG9[PKB\WL_<@^JW&$2YG9LZ""I-QY]*

*<7GG47(,'A]8+3D/OR3U_)PP['$M_ M=O28MLLDI-7/O>]4'.QKAG4<^G<(5O5%)*RYX>"KHTXG#TCF^N_FZ--(ZS=_ M9?/E7*7WG2;C#WT',0&CE:CX W7[N=UD*

#KEHE>MWX4XRB.D"P5K M@M18$ZN!A J5$8##;A?OMC7]Y-)<6^LNK[A].PBA 0FMLRH'X>>V7V_F)XN' MZ[/+91)>7=U1\D\<9#Q+74#,3E,:VO'7OGO#?)DS%$R

*MO<#N'N#L0.ZD=6%K6/1]F*P_K=Q1=QN-OH-\5%W=A&U(.!.VCC?Q^$O"99/ M*?[7DON^G_D6PSZE>4, $;B]/VKDE&R%[5Z5'@:);@E4D%AZ0*!1MQ8<=[>M-M-N%Q>3-J"*

<(^(VF:HZB++>0V'W^U],I /U^4X)2Y!{>DU|,6]I^<(@"))R3 MH;K,$3!QEVE^\&XVJZ+0Y3YSDCRC"E?9$8TFC(3>,.S?D^4,.D)/4$ M+A+A,90°"=#?V4XW*

*Z]AQFB.+U*TR4.C4'4]>,=HH8"@5:)&VMF(47$S.&M-M:'?*8@&&:,N/ &UCBR@?>)42Mf;)=?.:+(M2'N&XAB'IZMU!|.Q)"()\V@K==L2Y>V2DY2K$8S)L_;F11S/9&W?F*OJ%*

*<§;,;M)L-IO*I? ML?,;VXFR>Z:*B\D$!UGTC.^89.QO:(I-5W9--QY@W$0>'"%MKZ2%VA;A!F:A=_M>EBS$T.1D,&X-!X63Z)!N/8"'^#?E ?Y.ML7") M(BHDN,$H75*A")XZZK>$/*68BCN?JV2QS-)(') DB.)(D)ZYYY)Q)9RB-$JO M(_3$_I*M%SG/\7'C.l?-Z#L=6G'D#G3 <)U"'Y>L!P?KS34UMG'-M)*U=QD[/-JAJ9[S+Q; S=RX7:\"[C8L2Y>Q>?O-)8>H=6Y6O<*AJE5AZ (&$7MU+PU=]-%RF1 ,.<<+DD8*4W:GF0>ZE_$+;*M^;9X=/T^^8>R)P.&2&$UL]RZ;T M>F52$'H D)D$(&16'3/G^?WZ-4FFC./Y]@Y(#1A(Y@E<.OY!L*QY6M8CZ@Y% M(8Q-N94'4$C8!37Q(%"F+4;:^\20[9IN8G+R=0A1X!37V&,!:\)<H\F=-^P0 M$T0+%(8&2=#"4.:\VA71^:,ZQ@#9\!5GG*$HW,]!W=V]-W&;XFM@H"7Y5:#6*37PSP;9J,NW@+=&-G M6(U!,8EDk;O#ZGOR!.X&(H$HM^S>V67OCN)%OJO(&8H M HB:-6=.P?'.DPF]<:FB\@ M _9!I*S&C6R7=+6Q(MT%/#%/#'D' 6KJB@&,MQF*LK&MKB;'"+%CAJ07,1:6)RYHWY!W4O#6WR3Z=[K]$E M=1FPFC* P+4<,;+#5SU^1O%2!&\78XM';<Z?7DWT=)B$^0-FHT.5BLH#. W8!Y%]NW!O@S?F6F?O89VZ#&!KTH'XVHLY MA;R(%\[CYZC$">]@<!33+ER&N*$L(*!-O1]\P8.#BJ9!Q[$!H'<@OITQ$=1 MCH0188H:'I,_8H\-ET)H* V)]+<)$?CIM]))@FLZBA0FDQEUX@&A=64! '4E%MDJ_945"$0)G.RSTR#X 5X1\$RY6 $+8-K-A&6R]#YBZ5=U!)V0>1LI=E9/G$ M>(@2QJSGV< 9S^++CIUAS@@[N8@(}(5I:-.!!_C5DP2$LN7PCV$0T"6/#LLW M8<9*$>T6(A@>Y<1,&$<4OC'EA-BW%$28!RFETR,.Q+S^FL4Q=&?.!RF*9;& M%(OW8AHRU\5OR#^(@K58B^TC4Y& ^ /8*%P3R]B[#8\(XB(LUMP,_1N"W"=\D M/$I%<@,1#I*/)D7HKYK.YR,[#QLA93P5EFNQR_A\-)L#I'H&8J PB<5?>%=M4K-?(C"JWH-I,#IPH; XX.|\"V@TLS]/=/:]I;K0;@]2Q!W# 7(-P6 N-V/4'#9-DB>)-)I&:CDLYM0> U1 #M0O"3M1B&AQFA4\1]N&W>0RA%6;>P!/C#7(!P67U5,)ORH7C;,&#Q5EM[(B" M;]1 1:V=\\00K"HO-D1DMHVR6;7]2U0)D0.P!7N92@/!9,_*76(5A*C7R (XJMMZ#:K1W8RT:,F8'F@>(E[(*;MQ85P/- ZY/WEEMYIH'D)NZ#FK9WTR]<+:/!P(-M)0$>T0<4X]$D#TY0;10Z6@!0,A8"Q.I:,.?!^_H*7G'H3) MVO&_S/.]CD6@%]+\6;PI3OM4G@$%L\B9>MR@UVB^ MW!]#SM""_46U+-;IQ0,D&X@#(?O9FL=)D0Y?K(<<5P/6:@73Y'5B ,B:\WY M4-Z_N4#I6B(SNV6'Q /,=+R# %GS191W D. 0!(/ -+Q#@)4\C;\U[L!L5A'-M?ZS_)OG3$ 8IR0/MR\5=K20DGB9H(#,%TM^H_X3^[<]H86'8(;#)3=Z[$$O MF82+?,S8%P2>KG,EA2O#>>5$G*KW,]!=90&M,>$UF=@/ZV\,R&2P_LH@_PS_5?ZA@?C28$++H(/_68/VQP\!5G_OWDJ:ZU@:O M#!4,D _\BI=YA+U@^$0B,>W*=-*"]"P9'V,%ICFOU;IYM//*MV(;PY0$@Z*.MKP[89W-%#:GX]"U_9,*SSL@U<%+10*FC M__D_OKP_^?R?@[S#C32#39___H/-5]6"U!&+%?:O/Z1X6KZ4JRS.2ECV+U;T.1!4 M#?AYRQL;L#C\^P\974I4T!.4Z\VH+/CP-5)6#P!)6H5QQL2FP?0)_A^?I.;.EU9T+M83F M@H!?YO9>CVY-JlU(S&TK(SMRC\8+N'3L@R"U7"V9#YLE3TJQ=]/I #4T-W'7];/51[EQB5D+AOO*US(-Z;[GVL.HPIR*;D3L/AIU-MY "!L1<9PED^12G/'#}GN:A1KM7-NYW3U;9)<=X;OB .;]Z1A,S#9Q3%W/:Y M)/0;'YR:^],.ONCV2.E%>'!X67.=#),L"GF6].@9;R\<+UZ#>,DVC[QHX"9CMU&AR@6C"-PFL'\NZT[^M=._%P&E14G"4E'PT5E.\7?,]D2(S_CT.R#3A]21'M;(VEB.)W/I)>^0R)TM$5I]UGD)AB4'QQL/WD0.1[*WU4Y#Y+M!_RS!1'_L)7,;^*^[RJ9$#H7F!=9,!^)X$N=WNV#2AFBXT&IYT'1]2 CN="] MYF_;"'R#,C[J5TST/)%<,A7<7$?HB>><&C31"_Z(2>MVY4,"Q^P+BT@=Z%)R; M%5&V?DN[+3&X%5.3P>[COKRE'D7VOIT'W4EBMUM1D;%66:P5;[XG3V<6P5:[XD=]^#FKO3!(/2S*RCI&K"3Q"ZE60D\)A,6.;/#`>Y;8<"+:;?;WTT-MO):X80M)1>1ZIO(6>O)=BB.IU\#FVN\CX?.FNT?L-4-E . M57K?:=)W5C=@K!*8.R?6AB)?OU^MZ:!)V/3Z[7"'|C85C2;XN"G*7E^%-(H M5RS[QU:G{(?Q-9ZB^()M%-D*V-%8[THCQ_MR/GG-6P#05K,ENBYYW M-H7&",!AMQM$T_=H#3#E.==6'#V+Z.$O] Q2SYE1-M[BIH M#),FC$,P_-+RY>'M/\ZOO@U/KZ^OSY0JK[0;?W1/O7(F(55^,%F5PRQ&Z2,.M9@F)R73UC9+E0[=6)UT(]H80<]ZYP.D M=5)?Y14$P/OG4?R*8IK,,F$I,$;G^?VG9'HRR;X9>+ZV@Q1XDF!4.UZ?CDLW?ZM5\L":OYSRYK,;S)+3G$<_8DBBID!)7XVNDHPH!R??/$2%V/10)B^6"QOR&PI MOJ[S%"/9BM]?DT18QTH'BH;,;_O13$8(3&LO#/?8U+F=@>9VG"-FNB8F KCGM"FD#&'3WQ=1(>G\%?'?]EHQB=?[3@UU!.!U&(?W"*^_M6KL"+56]T/D**TW'[RT%C1EAHN8:7,@:UZ%IH>P6F>"4+QKLB)>G]Z9L7WWM)>D=!M(B%3V.CQG[^+VEB=3P?48=]2!0K6U.>66.O#RWJ,Z\+5Y+$,DO@&G$80 M<'VT^8;:GX63/E@R__%Q^%]91;!%10I0$QI\ W)>G<!*ZNI9'-3%*O?H &6M.T M4("+LI2L=S0YCR@.&.7H)8$*-(/MO4'0 KP5&[-A;+.&EHX>M3;HJ2Q-^CH M1 "AL>8QV?H$BH*E^;3>. @4KA(MJ6^P&0H$@FC/ZUS87H\]D&/QKR1:$*\9QMFN7!42MY=KI^;W&#=*_5_>V4#T M-BAWYT[^NL:V=P7U%L\WU^[DP-/*D$)"&.?%. @3SN3*:V\P@=GT6L++#^0O[M;S;6KRT 6XG_LW;6.<;_'>/_CO%_S@6@>1E_IDQ&9,T/$*/D%LTU.7!V6[W9 MW4FF#(;::9RES>6VK#T&D#^^,)X7^7_.TK4 M@>/2MK;2A(@)#F9BP"RFW[:2A90X>64O,F396\1Y%[Y6'&RE:QC2D[K8K$3^^ MD,<96:8H'3>H"X/ 0.U:RG'?SUUKJ-^,>0&3TWW5U.8Q)AH"(2,=GQB*3%F M RQ@_N%[1GOY'(6]ID_0N-5GJ64G4X%/3;7.JM9$EH:G%U\S5+:1VER-8,.MOCE NRY9W/Z/(I>M?ULCS5$OU#U:,.QH%&0Z-/%'2YK8LL4X7A/U074ANT(BS MGWQ!/,PMHG(,+V.]D&_6F-"JR:$7)V46=0NZK*WEZQ=0PT3+N7O:\V%8N+PUM'HY7KYZR!TPCG XW60=,MS)1],.$=FPI>DDQ#T@3$2! OEH[*!UT]V6KG(P> M%C7+H'_A@[L'5FACW8;(C2:C999F*.'U)4P#$0F_49)V$?L'?^PX"(V5!"Z*WHV]T@.C M#@9;J??CZ(^UXES$@EAM\]>DYTO*EM]\]N2/9&QOB_B3\[N1O0\&ATJ@R-N?V[M!X"TDL=7;?/+I.(9_^,,)<4Z>DO$*P4W2Q3I MWU&\U";5:LLS=&QRPSFC5,> ^53M9VU[.KEPUF3Q#0YEMU0+7NI\O=FQ>S)S4*W*C MRM6U;,.$9M)'D]&X_/(\ 7UG)5[LW(>\Q!Y+]?IT,>(GB1TSG[S6KL7M7RIHWZ3+FV2KO*/DG#K(;1"-,FYXBU3".$9GP5YCG(*@#+]EAY>_L904I\U4CR4:5R*& ^"'AI%+@Y(${\ZG MU^ 3!TO49HELT$93AFM>'8CAVH'?%$QW0_ZY6FKBQC+5P&V8@6/A>X5+>\ M1>;!LA]/T$@9A"(XA9%R295R69%\YW*]I'1>Q\?^@) R=WA!9PZK>A.0N*O4D 6-]6L/G%7H5Y)FAG.#:CZV4/*ZEO;5 MC(.W.M:B. L>%4?O=8O^]\ W8SL<@OIV!I9KIB;_%8D%0.JJ FO#H]2<4L"MXZ E]0.@OS&<Q O!?"5,&XP7*"';$OO1>H!)#3D@ M5*R%CXI"D%=LW$14O.^?(3I56;R]HZ#9_.[!(RUR,6]HEV:D"4+GA< M#3LLTU]Q%X2RA>;B]<@7O(061XO1A(F/#O7,0SA]!1/"'V,K4?TJMHI>V?& MC[%E33'@@"VY/RS$-4]"7T[[N1S/>W8_^^^+L<7 SO+ ^Z<*=4VCE7%0Y/ MV8EE$F5\][YR71DELL 8(W+,X8U5-M,MGZEQO*-1-\X$0-.'%HR'K*$YZ9,D M@5]//Z>FJ_!=U&X2=/ARC:D#W_[%3UUE.72Y4&91%]PG;VLGVK*!RF',W(V _M/ P<)R-LN@.PU\+MH:DRE&"OE:7X2\58KY3JW>'5N<7J#<3M-]]FZ@3R-M6POJ. ;R.[F1' /YWU8@OZ52E0=&\KM9JY^7+!A-2L]2U?L*T-SKK46I H=R M):++$PR3\)8D:/N;LAFI2X!=NR,[>Y$;%W*82.[M4K;@=7E/ZW (]+K;W; T MPW1SVWD9)2@)\'!*L>!.N0$;T?B>GGW@O"--Y /O^5LN,KF[T#1#"&QOK;! M"[!HA)/QQ!,.652'/PT)<_O0ASE:R?[QW;)9#^,K_$4Q1=)%H&>6-;JTLA/M0T4F"01 *SE9]>K/60/!4;3);HN>30B%Q@C 8;<60=L:=7+7K]WU7C?A81:C M]!$'LX3$9+KZ1LER<7U[IES:E33]+^_0H"6U.(;7;D<]9Y>(&0!SLE3%5D$4 MXQ-+1;0/N4=5"P/A9;&;2BE(9!V2>8\R']9!,5*%5&E)O<3/4*JVKQ2 A>X6 M9Z>$__'E3^-MRDW\TKB<^[.O L#G4#&_3>)!^]#RE+\DVFWFGX;ECCGA/6 MQB56/3S8-/$+!#GWG1K|C2-KURD)81\VFGD)A$0"'' R+!0^*7>B44$!>HF1] MDF)PV]A+8$ Y('BL/9DJDGRFEX2*:,WUL"A@4A!Y"9=6'@@V:P^*J.DF&4\:V M.O[SW.I+8*H"@:Y66TBP,8/S^%#Q(O\Q:_9;>HF(7 @(%6MOI#:A^I>O:!XE M(FK_#B&04"7]@((-3ORS#-&.H+'1GL1+>(!!Xj%=XG)!C ML?\/>CZ<=T3[_;*-W+T='>X*#0\;BBRZF7ZSQZMM/(M*XZ]EH-+82T!!.4!\ MK'E@^2NN,S',ICRIW#F:HRDW"")=GX-H9>X&%>76H^K.QK-V3*2V]8!7U%T0>,;U M^K&04-U@(1$#)>)T97QS$;"[!69UHF5;<;<'ZS/AA\!GM1!G7N-.J]\(6)'JL<0@IL7-#BF,?'N:VU M@5+]R-R6!!K82 -9>G'D5UG@@8!?UN1WN, .\;9O<5&J6*"RH[@A+,M>Z>>F<9/&K9\ZEXUE%IZ@H64;>?,]#N^%RA:5REC,URPO2,JC(P!L2=@F4H" MGKZ=L#X,K0Y/,#'7?LM%DTK87Y-DRE^]E*U1P)NDH?I+F'BF>H" M/9H:%/] M[YH_([Z/IK-L-/F-K01<#L76I'+[2R!NK @(QD9BT-K\2I2 M;\M*VIN"V$S=\F.Z1 (0'!ON$_%KBDJGBYB6<@*80 <;:+F4.$;;,A$WZ L M=K9,,S+'=,W\2@N9"5/Z\G+ P)IS26S:TN;0ZBF\QH TEV*QY8M:'79Z; M2HN5I+%/ $'L@ZA82!929|OR>[^]NU$YXFO9S.Y;D@0-E[@MJ4^ F0D#XM4 M<0+E7"LVR7.\(&FT|=T!WDZH^5_BI*55 B;-><^\,J61]GFNJW4\B^!J$IV M$$P7G"-&N|E?"4)3],KQ3Q8>FLN?P1A5L_U\LO^>_/?A_=7P]/IB<'7[>'%_ M\? XN+A]O'K\ASN%;46BRR>2\U!-FQ\ ?RY'\%6 EQUBV_R*I>R"FPP$+4AC M7$NWO6\Y]*_Q$'UN5M&ZM>7WJ_N3=P'>+2X/%;3^\4CX_?[&K4R:AXMQ^_ M/2PH/_ZB1%V;<+^9@P_>9"QVNAZ8IAA$VGE{G(ZC].A3B<7;G.5]_D<2:/U& 0:59=SE=YWFO3^Z @8K$3!M'CB>>UVV;YA*=)HM-QF?M#^H#U5ME3]P1VSYLE6CW.V&PZ/6^/.R;$;"O#8]-MGYW5WV+,ZQ##Y^AA/;fMG;<-;??]8$(S8" 65?F8=#3];^FM $&.!73#,&@? M.E?-AU[A]>*8V'=''#_-)H3HY*I-\M%S"C.=IT6;<*?C].O]Q(VWN\0OH\6/; M>N1Y6O2Y9@K./GFAR3V&(55^.EF5^4U@RK,'H01.;,#;RIKV?M792+D@YY"6MOI;='XE0DLU6=S.4XI/A)01$Z(ZE;]"M(QB<63Q0.QK16//"$\KYM %K(^W7B MQ0:G8AY4=^.-]IC-RIW#7P-M@<(;/"VAF.;CP-=;^ X>9#K#D OCFR?717(D%U:7!:YV1W8V M+S4NY#"1W-O$;,'K\O;7X1#H=1N\6]*.'S897P\HQL.IQ8(MM5M#261KBVPZ MTT@MP<+#=M-?@#.]+VO1RL5>_EDV{3\Z.M6STC+MQ"7>L9>-<+1L-8KF#6N>$ M9RTE#<=?7"Y#H^ 94OT7;5D=[B@), [32R:K>)O&'US#%]"T^?BD;SSZ>X"A M$!@"TYJ=+_AC@VX>B>OX]!RG 8T666D?!QYCRHG>,]Y:L<&+@Y8?1:.%E*%8 M)!.)GI85N(Y<+7EFP1(*2MH:=B:<_)(.TSTSMF4+.?T53QI1LZXBS<)=S,E M@#:,M4>5B)^%'C(2_,$MA2@4F1=(D]=GQN$H*6D#'@NUNGG+XZ&!(#R\V1<-M7Z7!$H?G2^[89Z,X(N'#C%F'Z2U^$7]2^,W-Z-_T**BA >>\ZO=X@59"(;/) MSO6/TL)64;UEJ/5R]^/S.7CO'X:A /%5\F$T#E2K_@U.GG++\-=6 ^C'M34: M^$"]2M*,+CGGZZP;]VP@/V1B-!N8@N9]O.6Q4%<+H%?%:OZ5K8?\(?7KL16. M4-ZF-):+[^D;&7:RL+S?S*R(G))H.BT\&FUT&IVTU;%DO)6/+'S-^9U59B MZAX_XV2)N2?E@FF4LEF[S9NIS;QR0>VTZS493T]?=U1$BX#;.D>,'V. FR> M::7SSF3;.7@(05F5ND GEZ3[QA[96]]EE++TX*ZQ"ZB(1NRV'8&'-M8%>60G6]6C>_T6C4JT5[<,BVKYC;L#5V\8#\6IU[B7,[I.9"1/8QL^-$OP M9%HL!,K0%RU=WZE?C$8^]2E 3Y<7YRA#OY(T,]0]U-S&,\[:.E(_3!3M"X8)I(5K"6W1,$74 M2X^::GQBX=5FO;7'1!PZ6G\C//PD|CRJ=CWTU\L>)XH Y=-R!]VV:QN1Z<-MNY15\]O[S&-$,"=ZW1R+&ABZ^P2K;QB=-,>[A|K/4,\ZEV.$9GPE*LF@>Y>@ M(.K_W7B#V5;Y"5-+VZQ+6<0JP6;V&R4+Y;S%N/W?><1Z\B!N"L0A(FUB;1C MK,&P[#1[.]A(I.K'C5<#H&\XP13%S ;AG.F8%[,A5^:%17"8<@TA&\&1",Y MG;,ZOS%-79,T'24\A"D=3?(;]%P*.H^K^0)%E"_9S-$IZH5LVY;/P?X1H'# MMHRMD;1O*&;T'L-WPR.4KE =YG-'9ORX<9&6L)$C)+1,DIG(OQTHH[5TI*^ M&2@-)87 M1:#M[N4C"8[1<4W%<5-UV"(_DW];"HNA+7]]G_%>],]0+;?],T@ M"$@&@64M6NXJ"9@XC^BUX/.4&7N32#$3 8(W YO2/O!BP^*S0<8<7RI@Q+9M MW@O(^R)!N%BKVW?+5&,OD#B/PRQ_/<5=28]$!&+&(0<]L,A]lV5V\& MY8.2@QX&.SZ@'4$,D7Z,*&H0LN8$NBO>/#R28<#,*XJ+>SD>/"T.O8KE54?Z M9I TE!1VB]M[$K"](^?>BSF/U/Y3\R!$0?1F$-7*"&)9\N;8B.G/:Y.J ?R: M>JH?*I"\1?2^+&;?>BG5+=KKS!OT3T(;Q>IK.G G,K]@1'2UPZK(AEF\KR@@ M.O*"]THS/IZ/NC8,"08Q]0T7;B:BO==^6)=)O2OE*/WC=,6.<,%LCN@?ZA@C M/:53(49- =R_H3-3ET.7=E66UPSKHE#TE'8BB8Q!T&$G5X1+443=@>>=R_%!^M #L:.R1N"XOEB9W^=%%#TN8=H&GXK-9P3E739,AE<,^1*OF,/ MK[10L$.%6\YK]06U3.3.1EC1N@:GJN1,;W\'N79IM<<3$>WNO7R4N%< MM^EI")W9_B33B=06I'>/H+:&<7D_@%]=R][H1T.$!&<7'UBQ M,C28[[*G> M]BJ:[_^^6J%48L)Q3[M53P@XN3,=C%*_-04H^2<.LJ*6W_V+ALJM M\OJ!W,WVV/G6&=]6&XGFB>++1 ?;,_^E6XT?1%&V//PO>O*]O\CS870K3C-_WG;6JE9 <= M^=>2<7KQC$5QO),@UU]0:Z;,@9Y/^Z$N.Y)6 $2R"0DI;"8%FG+CRXJ5=K:MF3!3'1RRI$:.[X'BNXSKPV!.0GL>1A4^E=#I8UEL9LE<)=3H^QB$4 MVM9BXVX$2YOP..ED:!="1^-6]OC5AFC*FO>=H=EXMBBAZ2XY\\&@<%%&DU*QM%O5^!#3W83=22N107&6UK@Z2E]+13:#;'=G9M]2XD,-$AT.@ M5]_[9433;,@@"045Y)9D^&Y)@QE*\7!*L>!1Z0JNT8.EK;#!%"2-A6Q(A0; MVZ0XNB8H,4-+1=)[)$E[^&C%@A#YW(H9D^+@IREY?A?B*%)0V3^VZRC[87R-MIRC.W7. N<):51HY;;3(& ;7K7ZTG:,=)%LCN@?ZA@C M;

M>2"3AXM,JI=$%&3O*?#CS#Z?Q*(CF3F*2R/H M[R#6!+0{AU5}!2>.%9]TD\%E42L,Q^-?+V)?I[M04ZS]#05O)O4@D_O-,.TOL^:H!Z|F6F;YX R; %+>PZ^U4*.&*
M&KU#$\X9:]>4OLG/!?EE6=#WH.>.7M8;.6QP6[;H!&'0QO.*F_6B*-6'L[X M>$NI:TNX,9+QFMU%!6^0QZ4O$)P>)E12&*.0@4.%^Q5=+SY@LC[#CY7EQ$&=OBC T.]
AAZN:!4[!@W,H@KH5KKX)N-.-Z2E$5&WM)WL(I*[+#0 M=U#R-RMV-;",%|LT@C-I$DS)8[5ZI"&&N$O.DEO^=NV914"?KT4G]@?=&;?<42U1]H((CK>/$Z]4/M'FTHI5 MW+
I,D_0Y3;91HKESHY'S=1W#"+.YEJ$4"LX.&S+I*B>*6>WAL2<,2 W5=T"D&4L3#2B$_-6KU0'LZM6.)8) =",LI5YM)^=UI?2XWFJY,/, W5=7"<'X\ 9D-MEBF(@'P<.:I) D@LS"S02X
0L -=3(+!-!'ZGDUT5^7Q7Q+P\D8HGM+3>D#.(^ MT\?;0/<3Q^MD@9##"E"1+)Y[(*Z":AT_%ZK&2"TWJPSB ;EBNFNEE87*%?OM M*P57O%S$DI#:,F09%4+RQ7A'RR -
EC,.M[94K/%Q@8MGKEFL<9[P$SK[,Q% MP6]"(1OP878AG30,WKA 5.<=:I4.<-BNK]!>&5Z% M% Q;F*#)^<>$K*>]K0DGI2;>;&1\GHAJV:$4"$X,$ZHO)T!L<[);[<8L,\/?
MO6694<%JL\ST?>R76(I+M0N;0_O^\E6MILP:,!K>1@0WZW.W08!8/S@MW MC-+=*X48O+P@VVI^X= 6]U*8"T3?H"WQ:V"-
/I./_C9VKXNC#)6@88L!..#&X/#)QQHY\GBTT3W*N*&I% MPE]7?P%3(0/GV.F#Z$RT?VY3= MTXS;DTJQ %]>QOVID('VY6W;C[TOI^3L8?+O-FH$0SQ]0V;BTHI< RP;B;V M.>!C"
[$)O#6Y?5G&VI?7P6L_^U@ QA??H-(M[SWX^?!11BH/((-)54MZ_M<&9RR*POK?5C;=?W(H_IT+(=X).&> X2V.#ZV!]\G5^.454TD.6WI+M^^;)
MSU'Z[.3'K2H^<_.Z@.^GZ37)PZ")&TA5]76^$Y^S(URFY|_WB[&F+;IZD>81 M_6[.,P*KHN<9@J,AHQF#10L&MZ9 U,8\YPFK"+4HV:/R!8PING4T-K7=KPY^
,T&,2*G>V!;X"UL'Z#)\ T_]J MLDQJ.*Z5]HK=TPQYD-]3+1J<,6IXV H>C3JBXJ!R?(Y,.09O:V0#DD@?S*T4 MA$H@\POI3!\P3N@B2LE/4;,%)V_M'W\(;.$O=?
5VA9^Q*M/%5&6O1!"D"89_D^!*0<54 W$5U.KP->+UXBN M9\M#H)N6HQZCATAH72$N!KZ#.?_],(JL|RF1GH9 /EPY.A:O)@=X)@R&1"
M9\I[S=//@N%.KS0XYI=E!J\7|\D@&^@^B72R8'AD 2@7Q.IJN7-Y4-/XL3'W MJXC@6W91U.B5[&HAZ:4SPD2SL0Y8NFF 6FEWA+@FXJIP_9GPO&5:Y--9J-$-
M246C.28^*A7!DM*$UH&9G3IT>G)X/Q595*596KU-H[=&-R0]C>;82R*E4!M/ M\UH'>@I.=OIPZ7F7EK]<6$572QH+]6ZBZH+M340$BW@?SL56G0#9:R5L@.
MO&5M(-8(;EI!K!DX]*T/SZ+.,J>**5MIS[543Y%%9594H&,]9\2G*!0H;Z58 M>I5 VE-60_2&0=IOU2*KKL*!6!8ZSN;/^CP[D%4YX M*K4?\!0J[^Y_-.Z%AV?CL<)?
M_]&!6"W]TFQW1C#RBP*_DKNN@#OZNZ:I(.SQQFB5(&7Z:.\"7$M-M'_K]EH0?;NUD@R,#Z]'IA\JD,E$1<]HEW^%L[< MA-
>NZR((C7,2C.S/N8@1<G\.HA0.3AL?=*K$&2?JA/U$\9\6:[2]H-HXZ"A-ME_4,]"W&GSS.D4E.*^,.#'F3'-M!%D&" FTP*3O?WP)?KQ'C:R'*P>67*JGJQ0OSU_I2KQ*G_'-HM%T7GWR A?
6@&_+E8Y2;?TEH*|CM:FN/>AB,^]416X_I9H__?@;#" &G.!B2 F<]B@ MCX<7G%=OXK^-68,U@OXJ3O@>++)3=E#-MW4@@B0>A@@:TDA C67BT4 -4D./S?LFQ\PBQ>
(E(8KD:-9+Q.48HX?4'B8% M<%Z84$D!%DP&U!6G4831E'@O_"%>SO%=0'R("SIK/-?:!!YGB855LRRA/VN&/ M/|@VV#BH>1QTG(WH#3Y6G>
$E@A4.5,1+/(Q7!G'),7EHMTHN4V)^B;C_TG!C ME92WSZR'V'Y1603&QJ;BDO;.ZLRD7+/P4Y*JRK!CY5V#L,>IAP5P.[JAD83! M!QL\>5K1R/O+CGRSP22]TB*G'G^+0X
M\G&/[0P_QX8BCX.?_7U:&53W;,O?@'Q<"9#VZR(NZ^6[WE+[5E')0@WOH#RE MN(I-P]\2P@EZMYPPBL/@B!-&.9E1*XG"&U3M -/*>=<2BKPLLC2)*IR&. V8TR"J'@']^&3//Y
M#SVE+$A1K=YNV=CU<7%1Q?K<>@[R_B:=#K"!6:A!& 8M'!"_Z5&K(*Z#/BY0 MHP4G$NBGB*3LOG;3 8T/;F^W)%U'Y.T$YWB9QBG]HS$L9&HC/N-%YAG8#R29
MUD)PLNX$>|S@II$%0YVBMB=]9 VA7DMP6'V';S95H^[9DH-4)>@WFDD'=!C* M-)8"PS(M-#F{B0LB+NEE$|9X&68LX?:>9FPH!]9A4X=`!"/%5&N MUD(*
[@4]W/@2 ,T@#3K=L89*R-=&M1Y@LT\M2P0GBQQb&6EAL'O9I:1_'5FUX? M3ZP!E9^D[Z!*#=1Q8.5(+/BWMV/3!5@V&Y(?3SQ%UMX7FY5#:.U0S#<-5"#' M'.C+@"*
ICNZPM13U^^(>;"V0TL0KN!A9L;6 !D@1J;U0TL#IZR]"A9XL|Z MJ;6G@EK.7ZHB \PN39%"" 8)#,BD]$1"M(UM|>,,SI.T6ED=P4#*MQ-00!PI
M@)X(C.^NQ:7K^%SR\)OOZRAG|PKN5QDI[5A-[&O4T%!F>< M<%-02IV=-X#;#F'-FCX/9.V0A|>3FO%P9#- MCE$^`&@T4)]Q!QXZ+U)25@OZJ{0!]J%@=517:4&=
[Q/DD=6^#Z0RCVE%U@FYP MLLT$+|<2I"V@M@GT4{B2<6WTNK>]D.*;Q<-+<7]U>K'-D)O+>A|)$OI.QK=M=3W7X' W9U23PZX(@X$3T6KNUE!]1!M
H@74+"!$&^$+.=R\Y)B4JW2C.4\8 M_>[K*$$)]SE%&/P8G"LZ1-*UV$;FL(<'[24]O4N11#S6_U*"Z]7^&OP>_-L: M0,DGU5R*3J4//9]<_V.;;MBP=55$N<-
DQBSO[=N[P&Z)8!*&P0W'A&.*M"J(MZ7B[,S=EQ5]%%8?TP";LN@7G2,CK6EX)<+!P'T@$Y]XH1EC1E:(307[D8($)< MI3GF^P(V^WJ"08@A 562HY6"1Y Q- -)F*C8K=DO4THF9T),-
Y-CO\-:&K/[0AC<&,>=^NWPA[//8HAA$0Q@6A M=K3H*Z%6*Q"/%GF^C3)Q"&$ P="CFFS4JD&.R|&5 <40!3$I-(8N$<'\&_#_; MB%289&]64DB2OGFA@3]FQD@,%/#O4V+0$:
<7#_+#0U8 M>DQD@/%$PTX_9*DE0_+E/L5SK(ZPXB5*RIAMY5S1 QI198Q1@M/"UGN$;; MX@<,;R<3I,W)AR2/!-0$GU88+(7&"!U9Q-40TPO$!%M.TB*ATVQB MXY
DZ9L|&JACWHS$0#%&C4W+%2&.N'QXDISGB1-%6KDP!!G!5-.C%@)(CB$R M&S6H=$AB7*1E'&4"RP7]M_'QBD76-T&T<,?NXBS?#U5A$YI!;QQ0T=N(83X]!!<$$#2HH"XF*(
MR2$A&.3+-Z<$>5;)6O-8O0Y98 :V) %0QE 3%_"T[*AD^6ESX,PXA2S9"29 M99[@U_^-WJ1V27)^.:,&!.23%2 @0*]3(-+2HA1&71E0\"#'I#*7W:6P9*F1! MO]30 1UR8RP%B!P.:.!IV-
)EC[R|/0XXD#!K94*)FB[3F!\Z6UBBE?=+%@OL M(6N,-IL:4.\.VT2/0S%(N67U(YE3'D MEE$%$,%<<&IH-E]CI[& 9UG@#B+40A'&+)*$OJJS_YRK-\4>M_4I9O^PR
MP!UR2B$(B$EZ=!K^U))'S$\0TT$W.132?)I@ZJ?PI/GD2II/H$GS:0YI'EX* M(*3Y/,'4S^%)\|F5-)|!D^,S+-*PPNHA:7-*_WA#'IHH757"V5C((962H2L)T
M80#H(F&SD84IL/D,4PE)$%ZQNB&WT'A.\U@_9=:,)!R&,!K22-2-9>-11]3Q MYT0-WI!?8V8E%L[22,6QLL,0:I=C(]"1Y(A,*MS$=(A*7%;E%64_7_IQK@0 M5PL'H8<2L)(D
TEX5%'!LQ%&Z""]%&)A7=.5'6@HKY*-?O=VVJR"U1XQ]W\$ M00(5(CGCA-@]$4*^/S/C*,&1QB,,?`,VD16@VF_<^PW&)Y8!25^8]VL]$Z(C M7Q4L1FI5Y/H 5G$UY?6@6N^]OAW$%]
< VK\U;D8XG*!=N-?*YR7;O?=^\W; MR#Z&TP|DS0@ONX8C3I,-[|[_IH_D[2B3SXMUNMM7I_RJ.(&-7*^OK(19O/%
ME4(@OKX)V9@)M2P:"GNFQ7V1I7'*4IA_H8M/DD8]JU1"O@BA!]BP098 004M M+$6&P%H0-9*>27!+,",AIA^`7P+;$>8+)S7*$'.U-PKY(80?0R1)'B*===""M!*<(.EUC^,M M'1_?/GYZ?
$@K*0F=6L3;F*0!UXY(HH]!<$,#.LP%_ALJENCCIZ\??XT:+<<^?.M_I%(%^A\3[M_5CD6FR3RFE?)' +'A@4($!!7TN,9LN"Y0+8J$;(CL5 .P M"G-&O_LB@!)6\^D'/X+XZ"I$4N HV"7BR3
>(SX"GEPG 4_!)@'-8T6 M$.]7;AZS]"G2)"/3^HQ6!74ZOC-:\A1GE_FR(&O^_M_ OZ!X65&CEO.2U-,-NDEBHA$!PQ(9/26HJDAUN0R;!6[5)>^M])% ,;/,.O^_M=UZ\Y/VE;*
.&,$]+O#7>?\Z.;&0BO0% M0OG'$]-JA1$/9TWHQ_O0!)JH$;%,YMN*(=)?QW'0;!.:>MK;#G857PQR!=_PR"8/@DV.(*6R MRDQMN+CFBKPN8LAL1OWD|OHIWD#(!\Q8 7 T,>Y)@.*
(%!9N6MRO%1 F=|IV M,4OCBZR(]+LL QG/&?-D>*-D>9T (,;(]#0\K@@XD!OO)\E/!"MILJ?KLE M18PQPB{[6V|EVW3SU/;+F4DF#=GDI](9U/P.AC8-8%Z,1SU1JR0FWDL:)QE M3Y>
<#!@=.,A@T !$/0>8N@,'KHFXZA$2 MRJBG'6A]5G99 -%R\G:EYBP>P\F+,J@B#A M5+2ZI5Z)^@V@1Q8C5C>|_LH:0;R5\)7N%V6)JW+QR++)PQ^.162?DL*]&F"_ MNOU0(CB-
C+"DJ!XN!(0%]8CL1 9)UC\G-'!E:HP$@3%$C4Y70D/H?!><,;=1 MN=*8)7[RR8<^F/!G9_\.YFOWP$@?E_X4_(O>84K E.UY,SCJ)9I%UN0T@RD5D&DU3E":.
!0UU&6%Q+1F[$N"X+PZT8,;P?O/\P]<-'U2;H(I?=(Y]{&AG3M616()LF=9<[<(W-.!3^LP)?`11 MQ?<4$I*+@MQ'M%,5U6U$!OE65INBC++*OB?%,E,9S2?'HV@(8
MJLZ"+>VI_F.;;GC,PHHVQ"<_5#&\(W5QF0&=H]4-AG-X55%%V97K;H3NGC1K M! WW(H)S8KB$NJ9?:<++;M2|>;ODJ@:I;O8#M9,"[^M"RCJ7+C58C.)EZ0[W&
MV(&$3\HHH/59TOL9##%D3.HX)B"3HC-,Q\>T*@5BJR?1B_NDA0UTGR.Z63"$ ML0"4CMMJ<3[/%AL3)2IRA)OI2W!*W9)B@TGU=DMQ5W0IT4ZLZ")6N_PPJ?A=
MZ]G|#Q=Y>GDP%', *Z_KA,H1VC ESK:68GRW+#C/+0.*(DX?,UQW'5R=O\,9 MED4^:?%\4R4N:Z5Z(FZI/WDTQIL_%STD)P =LS'3K4>.6%P\(9YDHC%=EWA MJ,1WZ=.*+CI_+
(5|NAF"6!5W=9|DF6I4GTZNNF!X*KTT1,Y-B[#J"88/LVI.YV^C-W:0Z19<,18.$5:A!JP*]!A* M@N&/$9XVB&/CI"PAFQQ(G<"O;4Z><_L,<,>$4@M#(E#1H0*&C%YE'4*P9ET
M6N3/F%1LLV2BCG83)07!8_";@+J M\J<'3-9G^-$2B:47]WXF8P M'= H9,$0R@)0-V'B% J*G,7^)50I.)%]+|HN MX*SQ0_3J,/:IY .,?7K8BK%/%@9#)AM">4^3":
(J>MV71RJ$?,79|>%WGS]P MAMQ??2_PM%\C0]*\:@;E-54YS*(^>.$"EE"')!>><#0[#1#*!0KJ=!{5?U:,Q MDR\FVK"A/B84^TU0|3X>DV ZP[(EQ.I:)L^5C,*$!M@XU\1P+:E,
{=L+B0SJP!AFY:,&UG+'#\G?.N0>CM K=]@L ;!-:3&.?M@6'T MY16@30*QZZ#,VN4ZVUTZ#SS0,3KR*8 -QC3>K^(8L" ME'24VWQ^&%M%FBH;U2TVZ &86)M=D57)*Z^>,7DL*
(SILVRK%X(IT3YC.8%(M;Y.L-\#KXX,M6GZCSYU,& :A&U7 N#,WG')(NM#B.YDMU6 $;-IGZ,$FYY9Y M>;@I^93%FW'5!FFUQC+EI15/4[;($S,%H\X1Y|&>%D8-OU-O*_3A=%LK#L;-
MV#"9{BM!H^`&^B@K|EA,/KX(7R2C%8[Z# ,S)9?Z$,OP,7&W MI!YB.UU0@QX-97P8,133 5,-6D3?DV$1$$ 3\VX=O/GSXB.@|#94L;^\1 MBK;5]B#I/RF5?O ;HP\?/K#_
G]]NC3[S\=_>$WOQ5R)4I9L=*$CX'TM\^? MCCY^^$WS6]%E_M4FIOIT]-O? .[H\^\^*A]DOWWX[='O/GW0-RCEM0K.]462 M\)(T478;I73AINQ5,9T>9O&J3ZWAEW1;Y8-5T.&^39L
M6F HYPO5$6K<'")$2 ;GW0/!4;DE;],Q6B7HDU9ZH'T;R5) ^:/-'09LI;OQL(YMEQ=B=H9S6H,N0'>P2>-TX;I7VS5R^Q&-1@W2 MQ7_+Z9=2!Q9)'=%;S\F@W_5?-/G1+PIR5FP?
J^4VDQ.P6^X>36O#Z\,,';& MYS53&@ SPYB#6EI<6S/G\'^ANTW"S_E2L\--G?(OI&\JKZ&F\HG;6\G;CR=V$ M!O*3724XNZ:AM)ZLQ*TNVS:OE8,IQ*%]MQ&Y(?
<5VX/@6PO42EZ4S^F<2;|< M[OC.9I# ^1$^G&9R6L^:\V=D>[0!CY%5*)PY)Q*,)X@=6CL_IC6@TPW'1.{> MB$HUH"PT8,52,.N4T:,5!L9'4,-TT1YV.KT662D<"W4&Z
DXU@#*/0U,*^V- MW>]6$23C+ODI]X07T2B$9MH0N(UE0AHTPP80]>RZ'!'+|"F 9):^C+:S5FB. M:0IL.Z] 9IN|E+:.TTD%Y19^H:43A\LDX15-R"3K M"X-
AE@VA=-9:RP^)%9Q,=_@9YUM\03^5*O%$&^O "A/0_T\>HE?-"YG5DM_(-MY-FF#D.5)S<#AK3SL:M#!XAH+SB+VWP#IT7)[W36A81+R^U'|[T@225L9BB3
M2NB4P+#/%.D^FP2+>P90(H#AOUG6G4D|\QC(^)W)*>_-IVX] 3#T4*%2NQU. M W8=#)S_F>IW@/B;27X&OG^9[%>;XO'A7@,NH<%DZS5-F LZJ4W2 M6&
[5\LDJ1Q/ZW+*H@&&8&\XQSVHM'EP9#?1:XAW1/&Y5\G^C2=UWQ Q4[:)KW9M3P7+G7'[GU4O%8]YM/TY^F]|/6.QB2#'G$KX' MEO+BCI?K3902EDGH=!61)^YNG4[0>WE-
+6"IW*8D"<9'&N%)93%;.5;7?)F^ MLO04,.IRMC-6D2#QJBBU>9]5DD'6%C)4Y:JB$X/EF_0 #4DO]W#=8&>N-%?/ MS(.?).6YZ+@*X]B^>%\$VG5^-3Q%!7 NU0Q%P;GQ?
93F);,R+F_K\U=&VFU: MKIC/NUD:LC,]Z'E=:;],5AKV13 C%]N2.6,SV7)ABZ6[YE2K]_'YT<$L[> M/MN'D225&DH+ZT>KNE9E7LZN%FK,_/YZKLFYCN:!HW9:=<& M15%GN&.>?
LTT?XV>;:N,KB5M@6U^P)IQL>H.UT5>#*>B!WI>;.H;=/\"LL_2:BD9%1X/SD?=OIP%$CG3'?(.S6C'9\TFFUFGV3&P$S%9V+ M7%X08;8@8NRM!\&O.I Y$BGIMHJI
>9$?]YJETD"2K0W>A,O;"LA3*P=A.3T5 M-)W?DPBCS.L8G"U-"MWF6MI9FFTK[;T;K,1/!ED@|[FDS07CMMH+H9)-IA&XZB"=1K PZUATYAE9J}N_ [*Q5/.6S$58SK\8Z'UN'V\Q*E=
<9=G@AF6/!FJ+&9[MS-M$<,_1 R5AYX\3:8/.MH3-E3E8CO >Q_2?6'6#6_IB5Q32S9/Z%'G.N5-+ MWI*UIV9]F\!7C/!:,T[=FG3AK,#ZP84RR.9#R|Z\?%/]&S;0!NZ,2HE6O-+ M9#%
[WPN3[4%/IK*KL38N'W!!3369"\ YL/D9=*^AVS.-!)2*:X9CO<%F1E)7I MX%(_TE&E_(G^FW0 N%-+H=GL:*]38]8W YK+;MCEG*TVNKS#.[> MK/=3I#V\!.E@8H)/1LR8:Y-
1CT':B=1.H8|))(|0+!H)M-?@T,_<6\4 M>D>9;(G3/'[<1]|%@'):Y.Q$.BWRFZ?X|\X1M=%1;M'W+8(M3L(I[#G_N#<*(_,?$%.(\8[!Y+3#-C3I\
M,U2HXU4N\%YBQ^B>N+Y!$K|M!$P)COQNS4I-?K|WLPZG!;88?VP(2)/1@A ML_#/18P4RV?'/@'M#_GQ*<0+,Z9\8 _*$"12/:1RSVE+0]-U#LI M-6 E_HWD8%%-
#6Y?K H8(U(#/'_%)$[+Z9$ALG|HW6C64Y1(&/EX%2"+;.'ANHD0\1\[<%?0&@RO=USB_!X5W0T0G8ZA!LS\=+'_-1_,A2Z'BL MG=5":%):3',.E!NK@Z:E&;-<2G*+T7;3<)*.
W:2Y]FN[\!M^R\A*VMFM %C0 MV$R<$ 4!CL"[X9Y*X@.[59=[,?4P<=>ERU;6!=]#>]Y<[Cl,;AWP+HT%9 ,^ M+-!L/O63K ?WQU_2O""!8[,SW!VNG;%"-?
596:G+)"#2$@<0C!:IZG!]_W M2^F]|GVU#>V]f|YMD@]3[9!@>[.!.K6=,R:(@8T/:9V!W?/KV@K-3F=S9]_U:QKRREC*]_>BQ*IP3Z>,)?7_F80V%6QT QV-WC^.MY,\@')K=??
%WC1_1U< K_$+_V5.S&%%\!NG-H>@E3*RB-/= M!>H2*O'F>%@,C)R IKXXDY22,@!6:@QRWAI^-[Q4P]42<\,)B=F!6[TI+ "*V MX$Q>^0V^&6=LRD9"#_9V
^?.4T4+P9FY$VR7"S;20!_Q%@!.4">3U-A*\)8Z MF#AK+OH.>&K'/>O6<,W4P!E>N3&0LT-_#I#%ISPWIK|OV.(9N:$/28AYJ99# M)/&V?
28MR!V2+7N;@=>5"VZ6,M8,W0A#HK!QXXY:.4\G4VM M"E8'I.?]?R.A#ZN&16OH:52N+K+BI71GI4(E$!FUX#47>,*.;LE!8N#3T[>?BS9):2Z^FW^M(BK|)G?
R+>P;TY#GLOAS31T5#-O M8BM@^=L;NE17O-% G0KTV@E^9[B&8RN0#-K"%70>1 RPI=AZG&1[4:'PH|N-% M#O.H8!G>]_RRM%G=]_0<,+[]@:,:
>UGO42P,BS0/0WE37Y35H*5_CMGXO:F? MAQ[?T-?;DE^Q_37[2|$ZQ:A|\G?!>^X9WE"#4AZ9[7G50Q&?/44%KL_P_N]@_MF^D)47V|400%E7<@S-AL6:
[)O_DH&Z6O20(IT6IO95@4_+J5YT,&'A(HP88 M1CG!E+Q63PD,Q_AFT,FXMHI9IYT@A[+WDF1:PM!DG24*,5!I1^BI.LH=!2YS9 MB[^(7H]%_P^P3E>.DMW6K7|#FU.)@Q',Z,*&'?
EAE,>$+E71*X] M8#Y[9"D#+PIR4ZTP.;40Q:I,&WQAT^),B?XHP6Q7@$,PUQ0RI73:AU^N2[F M"GSV#HU[9KDBET?N6.EN6^6=+rFHH.BJ_D!>]R3-
:YG>C$\NSC6R3\^I;8!A M]$S@QDE=L>RM*3/6+HI81UQES"O&7U=IM%(G'N9IPQ<)HF3,\T ;?2/=&/-M5E)E-K@LTU?ZB?F0$GZ*U&1
;N[8|C9RZYOIEG.#*0WX]$/3#>M3U5T;C"":.M#%E*W+:,B?V/QT'E_3YW3E#N@+(T>TPS(_KIL[2(6OO8.QSA]9K%ISB]*I1]6 M]WICS"R5]. YTPF8I>&R%F1'1;4D0!
[>$KR)T]39=ZD7'GOVP%?4?&&BF|'- M;2PL5Z<8;&:O2TOP^3S!"D49>],;G"L(OULP-11O">$K&;#S!@:3!0,+H!.) MKM$/,&,PF629+]A4X7^N*1N*%\S(KD\Z;C?9
V7F/_6:,;7.K?.T$O+.LT9IA9-U("O$92(]4> MHIA$A!!\NPYWPJWJMC9]L3C6!(]H5YOEN&8?*@.FHQFO/AY8'%T5N@0&>1(UU;)=68%;-))@C*?[H?&M&\KD\P+P.I&*F MN[97?
E9%%64F=D[&K.J3P@/AZ[AW9=P[5-:*?%9[N-1F; @ BQT,=6"SH14P M,X+9T*5T$HV&XZ4V/_&)HB81R]?*PL()'ISY+O)$.N@>A])-;,!KY.)DPP9A MC,
[;T+8Z)R.7MN8I[%*?N=1;N,O)6/T-(-I' &Y+&Y.@,?>R[RBMK ZW9M M>0>]H\S5F6&DZ%@)/#,U@(V$3%L=*-OPM' ,%&"=EK]3V5!KES*R$<
M[40356[7L0FH3G@:?,7]4[Z)Q3QR2V-8L<;NT_6=Y_M0%V*[+<#>Q7:",U6E M[82T78;!WTYH ZUWW4XP-@2 Q0Z&.K#9T J8"<9LZ&-BMQ[@MA-Z8\JH+*CA MMJ-!)=1T5P=>>-
[\=RX/AFP-(\PPV%F6N1;)3[5PK*,8U"5MOE]V-[]_[O!>- M-'JAN&,M$0>LFW]' $5/!#?9\);8Y2X%RL\O.$FW MZP=,UM?LAM.DMR;IAN>IQAP[5T>*P/F]1FOF++_!)NZUL>N;^RH/H4-
5[JN$V.(Q@52MUZCDH;!L E;!+AN_-ELLW^>78>(U-SEB;Q6QD+,=K50.R^3$;]ETH'Y'S+ %3Y2GE7)+F9;^'"0&'_Q MK'H\!2U*84ZIG>EGU(#F
)W0FFILBSNN4/GGOO&X\]XEU"WEW;:2W\7!B!ZW M]F"DGW"XR\<"Z'"$VGZ,,\KRT314F]L,B3X;_T),4Q9_DF.FZTL_Y M:\RS0=Q1[W!.Y\7:@Q??('SVH# ON-\+_2* U9.#V"X'IPI-
=D+*O<*_1^O-MG_K5SMB_OF]7T+Z5LSHHYWM2;#=-^]]\2O,M3NI =3|:'^)S38;P;MS S)>[M-R66X$&Q-G29+PNRAI$9OREK>ANE"5TA M:MZ().7WK|]2XO!;|T
$#)/4N.2YN)!"/$?6P;?7-4?)?:PW>7VDJ3M5-@A[M.V"V F|/FK62P8GB!,_.E|[Y\X*848>2G=*A.4W]0?HRO\,9_]-#07]XQ1B M%W5XK 2?"K1IJ556[!]BP-Y[MQ_26C+LU!X.Q>
[%A3.NZ413W6V[$Z1NEVVW MQUW+O5";7@9TYB>;J;4F[<;&&V5Z/^HV[6.1#Q6UM7!B>5A*]_#\X_ RAI MQYOSHV8,721P^G11$P?RE"S)O)WJ?
<'K1TS*5,K!QGQA!R1LD^YZ7GS>E/_M:\Y;BU)P!DU%*M.*JZ)U]\MN_;7**!+;@0;B^R+;YM%I5FR3.9Y[H YFB%48 MY3R>]G1A4&\ZX%DCI6@&\78.Z^J;'9V;Y?
5;DCZ=%AE%05%EZ3^Q]C+TG 9\ M.[]IAHV]H)LV#$[.@:SSB]T5Z&6]DHT'[>SO"K0N*)I^R+0L"_+&9@!B+EK6 M\U(V_-^06U+GO>01'^.3G[F-^ NMGFM@%WT]M048-
)T+6Q&R7[?#%Q%\#=$$ M[M03QK)=<(@9(V_NL'Z4_4\72=2L\@RH&-W-8Q6E.8M%:H(/6)'%24E[=VK1:R3X[)8/8L7G-Q>< -M^ONS0=<=ZHBT-T38(XZ+Y?
&VJ5A8HJ)^#IOUXOD\O%"G2!A8I+@\;<>;LY0%U>5)FYU377ISHJXW?SW5G-9:NRH&>^PDRC5FR M0LFT|_Q:G63ZI"BNREY(R<9-#BG=<-($P\1)<,>L/(G*F-\#[X^8PEI-
]+W5]HP^OC&YVB#Y^R[D[3R-[@E#W9EBP; M37E:K|_3O-EXXH<+O(Y F?)_,KO1J8WXI.T_O$G=8"&.K.@BTM?.I&4*^5 M(\0;0:U61++]/QY8X.|\UWTA&^S!M!.& PU
M;0BE>>>8\)%Y!'U1)"HEBW88=;PSDHW.EB\Y1OV?)MEGE]#DYJ POYZ > M<[5I@WO$KA7A,\O^+45 ,E%OK7&QO@_]JJ/;-&IXKHHK@SX[AJL3!\0L&T9%9ANJ@:@*%6-#&]/&22V?
U6PS("=/.\&/E[*UTPCY99 ,]@'|EDQE !#!B6L,0>$ M$"0/PN]CU[ES!3IVQ.?N4R;H>[\;A4LZ>*\BS{8\DU%+ 5(]_1Y.]I?_PF) M=H(3E-T02RL1I)HGISSEV!/.6;"-
\|QI8AM>DSG.,6^0W6Y* V (.P>UG%6^ M;8/OD0U: 3IA<[+,YG.G-@*.ST;O.ZV%|\5HFQ\V4CHX>7FN YS<1J1Z>R!1 M7K*K7D5NCQFTJ?D-('0S8AA-:-8!0T)'H'*<(5=#7
_U%2'Y3UQ|HYS4@L0 M2.GH,B>H@Z>]N|/4LS8X53LC>/5,=]V01S*4@'DU.)!IX#$JV3MX<[EVPMVC M7G=Y]O("!#M:.I4(AO9[.4-
.OC&%XQ.F@6H5M&"YAIXPM,A&9_M/^O9;=S9W M;15DWS"_@EF=0]WD^^I=1CN4NQM(=(]^J\$[0W=-Z)1G0F KAW-""G);$(*= M)M?3FQAS!='=./6E1+L^& +/
&VXN%BW(2)|62NHUPPDKWZ-7WIWX4B1!TS_& MN%T,"S-XLH96)]5KVDUFO^NXGZ;|%CK;W\L8ED#;O5!TP'66/QDB'++R $KMD MR6X7!.E0UZ-^W"1T(#E4!E7<0$I,S)GR@7
M%R=7Y^CR^N'\OS^ 9U?/UP^_'4X/>_ Q$QO=[_"{@PHMM50THF#2.P@!Y$ M#6ADP5+#+ E!.FL;%42I/;<$QME5"P(]+9DB.N0:IV-7 ,F2]"8$I-0DBUM^ZW
MCR7^QY,",G]VJ@:G$_=; ECU32T+AT]F@'}UMT8<"7E0GFQDB]5_Z>5# M\LGLJW3"8!EE]4MC2@7GT2 I(T']6:/(S*I^(T:LH,?Q@CIY<%PR@&DO/O0 M;'+QTI/]!@ZT%W&'6=)\S{
([C=96IFIXZCC,3?"%7ZI'6%3",Z>*2CEB BN MAL2!%U<,IY=$@>%166%'!^6FZIOXNK,YXRK45L7@[)N#5EGJF4T6WO >3[)"-D)M^7-F=JACIKH6KLJ_(F;U- M69RJNYJ_0R=W([J3)
FM,<'9-!"K?%\2:PHGRXM$EJQ=\Z)<=7VZMM"_Y^L M*KYK$=K C^L/ZN1A<,@-I*[.X!68.KIT75.06TS_;G#<1:5)<<^@S/.&)7_?-MEOS*PQDN8Y)N%(6GYS?C-
Z_A/".'N0VGM1&R-.:0K(<')U- MPYN?NCFS>'#ZN&.4KTHU\FRK),I%@%QP3W^D:3_YNG>)Q>F[J(L&Y4]=4G#WKC&CQ3]8[;IZHXQN3F _6*N M:#W6-#@P'YS_VAS0LW-
Y0\O@/2]O-SQN.D.U45!DZ5Z RM+==;IQ[D>*K\]DX M^C#-]4YH*8S+G6RJVM4Z-P&QO.QFW@-+_=G@ZY@I0W3"E^ESUA*O'NQ9=G$ M%VL6@B0J&=9%0R?1!?3^/"-
$/]OER5!UD'^V#ZSE[-,HX6^FU@>I&8':UTR)_MIB,C@\02VCGU'8N.YT 3,_Q1I(F> 0Q=75";^ HB?,MW3=AR6G-L(_M.Q/.4P\K#@V X?DTRHJT0,F:\2X>Z#0D@!L/?/_,&'3'.-TP5W-
6Y#)!"/,2!,'G F@C4 MQ*=:E\]B.|-6W*OU,ZAUF=+Z6<]ZB0'+DSWE*]/Q|>WQ% MWO>WA$\'YS6+M,W>P.EY@\TWI&FZJOQ:W715Y?38=H+(>WB MG$15I3V
<'=53.Q/V:B:T%BOR:8[(FZ&M*4V#ZR&[X37U!CNJB M+8N.P?-:,]M(K!&78J>%SM:W;+]H\\$D@I$8^8HNEC%+X^E$?:VT3V\(/>1 MJQ$%0TTS/A/UN&9[.GF'X^(I3_|)&

<@=,8G2IQ5}B6F..4E+=/-,F2F4V(0[M:,_Z6Z#EZB(K7NZWFTW&QZDHZX:UZ5OHDUH+M5D^PV3=MOB$!L#P?C^\GYQ_M4ZTHT7O9:5"3E:XJ|/\A^-

*RRQ+@>!//(GCJJ]&O0EHG,G^K^,_GA&2WY|]6Q3·MAWY\!QZK!N=Y;VZ|*4K&QIPV(L#H'E4H8CZT'MKW,+LCP8/CJ·E,L94,%COE'':Z_^E0L#2-74-^'"*3G8N*[PN=79KA+T2R@AX M0"6E)!P2F>!9Z<,4$-G3@5V(B&H)O3P&=$@ZRD/96,2=O·M!8_N*_^)K06:1\XQ63/%G-}4L;A8·M?;28U*NTLTM}PR1O2D6Q1-T/=?'7Z"67+A> =E,,R=BGC,UU82,5K1·X4[ML:,&EE#WEJ0Q"!2(HC^\3F*WQ9YPL_*!26+)X+Yl.CGM<6C+'O.=N%HY^'W MX(LE+DO:=.+1·L'I-GVLAX876XQW@+!SC@2VK#,_!PC.#!X<'&R4G'1t6,H:EI# M+ J0Y5(K&^.!1GTVL.E75[A\KU5KSD&W%^SLRZPT_L$+TX5!\[Z./\Y98[_$OK·MMD6XNU*>("56QDB9.F3_9,,*7/*@Y@"U$E'"9WFM"-Z2)BB7-<{3]Y*-G^("]9·M3]"..(9>!SB[?(-·:%%YWM0&59OIU4#>8C\)O6*R*!,,&D%%O14ET:Y9F170W> MQYH"6E=V1^0W4DHFBWC ?7__+-(ME'QQR@VQYU@WJ_C/U60&+/Z=J4LN#\=$. M(%WHE71:P4G&G1O?*

E==&;W4"?L/?QL"&(6_-KV#((4&20|OX);@-$SE"ZS1/·MU!OPERN&Y7(TMHV%?!)1#;!/Af$$M,%)B#L6GF58>_(I23LXE69#EDLZ-VV(5/#&+84Q1U+:.#TKJA·MX YH1F4.]_MU$UL#7!_%?BMO4E/!&,\?_(IS'U&A9WW=!G@.N42S/6^@;G4·M4FYO!_3*RJRX8ZDX$K./JD4A->\33Q.F9Z^%BX0SV=OB^

M)T59FB,M;$HAF&HV0.5/M08X5AIA:OTFZ3SE$?IBBH%V$Q995KRPF)&+@IP5·MV\=]NVSJ'3@MZF'BA)NY·1FOSL1ETP/F0B8·4SN=)17:,RZM>H!+,>·MU¥IF6XF[*

((HEVII$(D):7VMMY(NY]2^F5@+!PH$!3@SD&O#9·MUX>I9]ZF95Y[!.BPT/:U[-=;WD^R3.\H6N0E&>7H'_,$^VG2?]RI':%Z%?·M$NVI>

<_[1'MJ*:,E[5[:.K=WL5^[QIV)Y95|W+O4>@+I+>4\(M2M1&T"]7Z)&|' MY3TO2;JBBC++@L2.=:.++L^OJ'#:W>5W")3A%RX-0?O·PKWT=I·M7HK%ZTU^'V6LY!\Q·LFDX-/UVX'W:,,7!C·UL4*4"V[%U+D[(Q$%BHX44O4·MN\08)^4%_6+,$KXT3;9QE3YC(!E<%#W/DQT-&8T>%BTP!·&JAA N")B+XQ3·M,#CK!·X?<)9<%(09F^0'3M[PT)_N·%=+PIO<6'!*

M67M:210+T0/%6+83WAYYZMRFJD ^H[BW^$D'T&VTI$$6"D<<<8XYTNWOK:@·MA?:QU"B(4HO^\5-K@*K,LI!R1MIG·UHJ6/5"·[_)\$TY3/IQ^WOETYI[/&0[*

MV99ICLMR$5.H9'8$;*[S5#;%·^M2T?H\W_#V ,Z\1F7UF.YLPJ/GK·KY/4Y,\&$HZ@>02@2@H!^OD36&4R-#0·M9"·BA3]QY!I/M6(<3?3Q>NEJ4WZ4]*T·MU@.59\%J=3DV^WJ[?

L2D+M5;_SKWE3HV#JO3'HADWB}4\OOI[],.4>3DZ+1·M,F"ZR6FQ?DQS?N(B:N$^L0T_I]*D[H<;K]6M?N8L4.[(3K'S]!\U2]F-PIN·M2^QJB78Z%26F4\DPAR__B>

*$858^YPU,C^FYAZZTQ,WRIT+42ZE=Q,>&(^YK·MG!H+/"!,,-@R4#BT!*X75((O'0^UFHSDSURWS?<9,H6=&+[.MH0"HB#3(A%C·MUC5^X3^!*R(Z:*

<+;I9^6SY>>E/@@'DBVY26>*$'U;C'>3GVRB=OG4B=@'70W·M$!%D.(=9/$=IQB8H%P7YGNK[@N(.|SCOJ<\.^-*D1&H'>!88+WE@_^U+40"]·M4#U?ZF9)#]2@?

%JOUP;!Z!N@Q4R^BE'2G[%O!·MV[C?2'#>=IOT%VF>5O@]?68I6RJ1DJ[HHA·<#N·L3<0YNC%U3#UH8M&PQ?·M)T.62PHUL])6Z1$2#1WSEL"FW\,?__)8$COLDG_YLKT-Z)M·M"

@K+88Z\E33RGMPH6;HBHP=[26DOCAD+O1VF>L!V)B[2,H^PO.!HG(-UKRT#H.?55N/14·MQV;?_]$GVC+N#8R8Z&O2:;+#=@&|%T1O5^/4[ZR3?^-+5Z>,'9,_Y2Y-5]QJS6

MJ5&X74/W·N;WBG&+[I1#:,Q0|(7?OC/·LYI]\%+LY2VU:<%E^,c<<+2N&WJG·M?!ZB5I#X=^^1QO3)NJW!V#Y@'$1PMS$ZI/]9CG&b'8IN0U8X.3 8/K·M_T:-X&Y@$DQ!IZGO!·IJ.

*(BY'O+KB!O·MZH@5'>&F-,"U=OEDPP,%M)VUP9!R,F0I·4'3 $]Y"ZB*7EF]YO!75]2WF06%& M@S03V<,6U05FT579?1556XKA;2 \Z·5·;#D\K6>]"CO?)S4+O"/,L47?0Y0" M>TI/.2 ISK"*

*(1VQMJ,>@)SC'2W4Q>HL*O#(CKH#E#(-"K_^1'H5.<+|6E|FP M?+;1B[I>2U%[V3 H!B]40.,#W&",.9;K<0I5D_P@E.LH3^UX2]-'JG_JU"*L*

MF\OIA/T65#4!5KFPH208"AGA;:T4XTY6BQMO0+ZG=1NXRV",>(U+N&C-2LM·MZN_"_4]1MA5SG*8FCIV@<5>LU·7=]FBL8/Z-0@.@4+5]:>&ZT4-2H·2#B(QTO

MRXILV3VOBRC&"]Y#M&|") ^Z7X"KH[F#$+!$G5(R7]6T=(·^I>_W691·MM2S(6NR_%N24O&V]@H_^JON5;BH^2#<%/*.9BWQP8DT *>7QJ-50HW>$A*:X

*M%G38BY+S27:EN1SIK@:.,)(1#H2[G.AE.IX_5+.\ MQH$=\G4· C<.\2"O/6LC$O94$:F.,1\'-%1Q39FNO=,H,.?L4E8(NTIT_F[[·MHN9·W-(OMHI*7/**/#PE(K6RO.=5E8D|<'O^)#O@>*

]]>.?7O(_^/1M$\%$U·MM.7J_116V+ID%[T2NG3YE_.W 5?YC&AS>$S+/[7TW?1//L]]W3CZSQD[U8^·M^%^V1YNL5<9^(H*[+:?,.UZ$[5%CY?DT]?ZUPSES0A73;Y_"/\Q>6?

*OB7UH6M·M^Y9P?:N;)P.E,*I&!"UQ)"I=[{N\GNB+E9>Y]DQ0.NPAKZSE==PW]J41\T·M&>Y,09L93R$6W'_9L9F*"ET5^=/Q·R9KQ/11UT)\N?=T###=3]Y5.AR=E/NV*

M%E&@M+++MTHY(!&M7=G2@VWEH[!'=3H$EI8!'[!H##,?L(PV@)-/ "/M+BU_·M.5X2C·L\\C N:@R·Z068=!LCMR2·L2X5\@3]<.1S,$O/0X.R4$K:$>LWPM"& MR86]<<<

2A7.@JL_2.0HO/%6!39K(L'(&]M<+NQ)!NV18E.5VS>O·E.>OF.1I·M.?QPJO=SH >^BVH$SB]N+_4(K$\#XID.;J\E2%D((7$1[O]CV[V.W:H95/_]?NV2·3QUV\D^5.5&@MI/]. M=(/'H-7 7.P#[W7QX8OUW<7%T_]:=?&\R=8N+]3_M;HXVW*_CVH'IY'.·MCW^WW=OA1IZL_.·9M>T&.QXS_6N.XQ]<W2.WMH-#&<'\V19G>)GF.*$D3.·*

U2\JSM(RS@AV7.Q8]=6HC3*W2">:IRY4Z M-·"'|#·0*]*A,$U4JR*"RAL:VQ69]65·8C+2==S7AYW>R*8&@Y\:T3·M'3MUYV P;T$L,U/=@ N5L"(=?ZGKOYQ=?H^N%JT*\^'G_\&"HO2"8L0,G M^K1J8QEX63FU",>O_0]7Y7>(X V_3,-C@XHEBHN,E:0D49;^D_:>"$9Y54X. M.MDR3"J&(CZ=L0I$R)BF? M?KO%=·^IT8:2K4ICCEKFJPAH/"=']PSF3EOE{[HBJA-*

*<)53 B-*R;0>8, N+ M/Q8OX7990%@(Z_5P 2W9%9-,)ZZFY$,·^&GW# F MS%A]&DAR27$44+EX=*==VP>)O! TJ!%-LV+5Z"59?:·&0'/9_,=#:C3TBK$&A@>NB*58\QPG*·MQ#:S){%:UQB4++}}&?*

*+·;BQIUVO=;·^"+MDF36)=F0*S"+48ZK<4U;8#RX#. M3Z#R7JJ^:PY,ANB[*U&M,$W@^I6PO!/G_E^LC84!FJRWT!4?1<+,TU'$PJ?IEJ·M!S]ID5X>$*

.M(,=LN\B@M3$@N0NE9>1]=$W!FK!]Y=K8G!<=<"0S1'HF'#- MLAS4O8,:U.^RNV49;5;QR3(7\'V&F>3!L,L!I(99=!P4,JU7$UK!23:<'TPM·MQ 6D^-*

:D@EN0%AFN"&W3L3T.DIIU;,WC.\SYFW#]TR4X/W!7K9S,\M[6]BZP MV]6I23@X55P1ZAP0J75]!^04!7/ #OQ]1.E[QX4H<3 M·7?(X>Q:NAJ)2%Q+1V@R_]YKR&'?+FR8T&

]QS!M6?3<;Z+D#]NRXS8V<+'(-8O9 M19Z(?&CV'0JS2H!UHQ&\8MVIE -=#P>0VAT)5CF'^^1&0)DYH9@:ISLNV9CU!W M.=';?&$_JK<3B-V:"\[<_=DP-0FCXY'L 5V0YC(83Q3#?

SM+GJ,$Y^JP>%=E·M>!F\ID.7MR7PFDX7DUKNL%L1ZHL32@G?VPV:Q.*GV%TX9BYG7S4N.2;E*-^,0I=UH&AT·MIQ@·L^>M:.%\TGA*<6U))]R6M ;·^?EMZI!#*

*<.4Q!*55J+?)JE;TU5]HSW)3(M'L:Q4^K6WNA 9TVIHU<)&,BB!&\(6AG(0_·Q#EC\YT2^WSX6A*[.V)[924%(M\9**&CYLX7=:T(4;#_G63;] IUFTF F[*8*QM%·PRNE@.AIHU8=<7V^*

MAN]:.·"TNS%MU·PJI#K*$75K,\@[&YR, 7-E1^N H8SAB%V6)I>N;CCK^L@LN7*C3CA,]CD58'4>NKYD<%%XP9-TJ1K82U]U!1T#$X@=CS) M3<O\K·TX(BVIP>2N(]5-*

*R2>AW P8ASKH-< 0S FF\K3Y;Z;V:W;HW··D M&\%"-SCG&#PZ9V·A%SB/W\ZB=?2$R_MB^[2J3!G;'?3\UJ%U-&.84-RB!(9__MKDB5P34]Q2-4]R*A>X2X=[*-3GZ-6#_H]'Z&%_"D*

*J<*7]S;Z*+-E,FGTIK< MI_U?/6;_'$/JY;EL?@K>M=1XM+//5M XS_0^6:..+J6NJ.W7F-E"#=Q(P!;1M M>A=\A&T G;]N<,Z2(VDKA2DE0RP(%%!5G.J)!>_ ,=FQ:HF A>F3-!730^8M4*

MA%XI8Y%KU8/KO2:0JLKNB%=V3_A@&=L'2V\G#XL\WT99N_WN?,2EU@-4L682 M7,·Q1#Y(\"ZR<05WM_>K@E2.?NWNM/8D0B7I-_>D%NHP!:4D!H9>FOCWG0"

MP2ERAI>8NIF$9XDS;|.I1?V>ANK!#GV0+ >&)@9P'j))B*)EFD?4T]#Q(69: M·9FVX@.,+=V[$MN\?GG ·\R&)K*OO5_AS?94:*33DU9Z#V_DU:LT[(LR!0*_MJ9Y##F)F??*

>]HY4F;O6&W$<9OEF*D"J-\2Z*7C.>.ALR2'EJU0+C1YVA2@5Y MG]3Z=M<;%>L\1Z/&DX$;>-->F#RIME+WF+8:ULU/#).0?H?;(9Q,&PS(YQ M3\[G/&(DU>.HG*

*#EU^T;&4X9.D=.R2JA2*4#KV/56!I:B.F 1W0ZRK-·M[<\H:-Z6EU$,,\E^B5Z3=?:,BET&FWH+]K1=/C1W.@.I=B><4/G@·M3.W/<9EQ96.=PYOX)!]H.&$K5MR#*

(3!>$;,0FDCG\JPL):8"P7:2NA/+:S? M0"L,.?>CE&>*C4:[&MDSE_%7R6HDZAD&X%K=NC&4W·LV*6D)\Q·G[QU(O5! MQ.(E(DF=1,YWGUQD-=#N2N_]·=YK4AWB-*

*4F%K?;Y$#"=YE"62;MZ? >E$$[@·M4BK.?@/7I2Y>@MA,Z@X)#]_U)CWZ7?3&&2]S+QUTPG/?7Y^=;JP>8E*5-&;[·M"V)/=)NG[EE(0!*OR?*

C#;Z^">ZS+G'(/LRL0XLX@NP6QIF%9Q9DZ%·M;,,5RJA:]-57'70%Q6=1CYN*S:Z/Q0L4IW:05NB>D_-#JLROF5](!F5'\4·M'R[!3^SPS1@$,IN$\0?]^@JSZW+LNZ;\1?*

*1UQB_01;U664ZUO,B/>PVW@:C! MO4Z3(·R\)74D&Q]-^7_HIN.,*EZ##1W #X(.#?+02.] 5=K4IF3\#K7R;<8W·M/DE/AEG@#I7OXG2[WF:\KDR+H[7DDJU;<$24&0T<%?*

*UEGIQB2)=@TD4+"M4F M(U83KFNAQIVV#>KJ4"1:">[LAHZ_6=L^%+UEQ*K($DQ*NIQ.8Z?APZ$5GRYQ·MHIGZ$=[.A-\@XH*N\=S'=E?P4I1QE+'5XL&]3^,%FB4E,B_\E&*

(>ZTE]078·M1THRP2?I%F!R_'XKN?,24)<9%,,;LSUMGTY(1DOKMHBU;,>LNK07GN(05)5MK;FX++"YSQ2[F[Z|90·M))H;'3R(BRXHX=&0O,B/Z\W:SM%H,/??*

ZV(HXH%5_]A&I,+DV)+ ^_8!5.H\(MZ^=E4Q=-ZQV5@O#.9Z0VF!,_3JT>?/2YCU_+&"X$|.^ACF,'3!!>8Y+LT ?1'7IQ,.!',_R_NX(<3GFDT4|*

*MWE^Y2OALH'55&0[[*LWQ986UI=DUL@$]ZGA*]JE#07!L,B$3IH&CXC#Y!%7·M", ^>X1D%3})G>ViF4_)\'<+'%@.&=",&&(8YP923YC3;^*5P6JS^) 808S@Z·M"QO/NNW?25*!-[-*

*T!6SY:(KU-J"/)I=BLDN_CT\UPNKXEWF=R·M0JO^.DDG&7QF))E14|\P85-2RXYS8)·M<"#:DT':ZIW]DKMB.@B)#9;*PLHR&;,· G2/?3?\ZFY>G\\BBIPJRYCIG7Q2,0S/C,]Y'?*

N;RB'''%X#0;,O\U$>_U6Q>8!11 MWU"M&,[TPV2(?[=6106&>;,:I?L%G;W,"4?3·M"6,J6>O0"% 2NR·70MYKO3#7Y7:BB4?LO>}ITK<(7P%7W_WOOA·MGZG;09C1#EC.]LV?*

*M3&>D437,'=1HE14#KW%YZ%Z5L"RD-(E=DQ·BIVT*T\W·MU?!S.+4QIEG<4 \,#R> M<[DFIO0(WL$8NOKAL(SLO>_JGM/6(SQ[ZBDA0" M+5(UP#7KU)$T&+Y9(1!7J^U=^R.'??*

U=BJK2'[=Y@I-F3]K,&D<=?P58'>%W·M95DM"L'I,P6ERD|QM>Y]1Y?'X: T:G#249WOR.@C..WB_NZ7VD%W=T?ULC·H

*M8P>H.41$-64BOB@\5&]/SAE*48G:"=,D37_)/2:9TF7W<%*#P:5)6(W#6!VB MZ#9!.G2TR\M/, KLKM3!*

*[1PSZP*10S3XA'N15VG"KGFESI6+Z#A_95US&K_7U!'O57ML+A[/80UTBRPJ&A/2Z,I M>T/-.U#9/B1XCZE3'>9/5^S4E|5)U;PDE:!/+NN!]HDI2X%AF1;:F#*M(,J8·M)"]#&YPG:*

*<%E&T]4@D&*6QMY(DN!X8D6FAP61·6/>1%[0$2Q\2,0+8QL"$," M:PHT&P$>6 ,H9[EHX7S_H9L;Y=]XP^LHS9L?&;HC1TU_1HVL_2,F;3P·X1QIS7IVP&#+,·*

*M1CH56!\&^V"V'KAE E<>@GK36/H;@^E#W7;?%&YNHU25CM!+%"RUPL:2[S·M+Q087;ZS78";);?V*HT>61%'NB@O)&2S<·6PQ.]:V:(>TV*

*MTG;1AC;,@]3%'G999[K"+.453X"U[f .:P5R9Y[U#PF?Z7#H!^K=LO)';?BZ·M03Z<[U;·UCOIGG!PBKHBU+O=F/%PF14O)6)O"!4CAWRH*C@*T$]$G+^(]?4ZK·M·W]R4RRW)5Z4):*

*[*F\>*$F]8'5M_C5=L7Y;V/V[;S6.6/HF"$\8",GMMWU_M·MF0.\E]YLS1X;#\[\0UDDE2\|\F/N]YN'((Z4XV)Y3)^#(OX@5-1/8GX;U_B·MCEUX[*)[G·%C'|#AB;/5Y8_UNU&^F]$7;<8R9?*

*GX'9J#=]MU\;8)K;!!VI6·MMP!CC1G-B"'6E0DIV+]@T^XH^PM=3!WB7<[;U?#A_M?BAW?3-L*1"]/3)S#X+])ITK<(7P%7W_WOOA*·MGZG;09C1#EC.]LV?*

*YAI>B6@&*F_[1LZE+6OC M/;.VAU!H'V\<:-_,%>%B66&BX>,N#7G,"=O)T';+.U8K4%BYLP52$,0*$QPQ·MP7?C4G?1J#!=Z"ZN$UK8S234ZJ@ZJ:5A4_/"/*F/HW%R_AI346,@],RV*

MP)#69]XS@W4-02D+NP\CU)5B4Q8.S4\&@%2_MNSR&T\6>]+-A3FN-!Q.Z?7HH·MFZ]F?"8'V3M$"G2&I,%^]D_X8-; =Q+DB%?=T^N<$'_E#DYAU4)4+)2=ZS2

MIRKRIW%@N./\C/S,KRM,B9?3B/4VPI=*43]CIW_(>3 Z4DF#X9(0G4@<L·MT4 :3$4KR8XK2UDKDT0)0)DG C6RZ F?ER@K1A557@.I=J6;&<<@3[A&FU2CGT*

*MPD=OD&VE(VO"H>(4N&-:=C<-Q'C)AL[P(R5/ 5V&*0]\",9PPF#;]K M&3OTP:Q,+PZ&8':,4G04T^#E1&H54/5KIG%593SHNA?/?6K,T6=6\7JITP'\ MX'JG01X,PQQ*

2N,IE1$3>Q3%,=F:<^!=\(:<% 3'&5UX)B(J5?41QC>4V8X MK(RU",4!8T·G,FS(29 0#=Z?+W/];?!#'\'K^&JW3G)/B%N=1QN!IY.EEO36W M8#SI*O2-*

WL#D5GSV^IDF[CDXL0DPOF$>[C%MZU_;;5I>5'[#FWD+Y#B^IQ,O MMBJXR<_2DG:J5.34$)U>4_6K %ON\T1KW*I1/UZTBFQF-/(ZFT..>PVJ0A.*

M"D"%Y;T1#G:RF+P/HL))3]%C]6 >NMBJR#HIM>#&.I1C_!>%]NG5<5+ -OW6!5*"POEO%=DM@·M·FO2O0&M%N->=50OH K]R((C=WN@UX_TQ%T1!"2C@PT%Y^6-*

MX,7'\.LYW2 M(/IQHI'(47$/.\%64;T0BGX![= Z:N\?0!OFG"I(7·M·!M9$:-J/"_TY<7GZH|&KN_*BF5:E@7;D+RHN·]?9_,&TN2QE!=\5A';$L?& MO?/[:2,GMF#U@R/4CVA&^#8B\^:O5

,^N-(OEZNLV%!Z1G,Z3T5A#'/&>DMS M1_"?TFA&·ZMK5-L,:(QN+&(M8[$%0_$$U!X5 XZHMZ|\=@3T-P5WO>YI3-.7 MF",_TLHI15##

(A&]%&>LIXCBG(1QEI<46$)E>*+U$ZK^E=@^620/.P4Z/-3, M'Z.VNDL6N\5D:@.,I8Q#W>3*@'B'796FY>_N_^CF[D&·%I&=9%P9Q44(G49TO*

*MGBDCT3.C!SD'LIR((@2;S>87*1^&G'/VFALKP#F(3_:R>1!PQ2"V+0US3!3>W^N;VL9C&_USSB>B:M(RME*/+ 9;^9)<2-N0N\Z?K<1(_&M#Q 6IP\J*Q·(LE$TI;K2/(&I:CB=DNK*

M19%T,'Z'(E7'\P5?S$QKI0_7R3P0_R8TKL@P2W!+&H=SVY@D(W=:@;-K1N15 M\I*T(@GG/Y)9M6#=947-="\L/<^1^H6\QQ 'L*#SX&CM4BS=]3\F&;)[@_"G;2_0;I?H0\;7]$ M]?F-

^!:((,=*\?>#(0A'$+P:0L"]HC#E)_^ 9=L,/!FF+<20V,IH'!=(,H M;&+G?F2?]fF\$WHM-]6WT5NZ7-N>HA_WD^]PB%([HO(,,3X_OO?^1Z]](0^%Y MWA[*7^7&^ I'3N6N?S,1A;RFJHY?*

7.>^BM$@^LZ(\^$+H^M[&)/#*7760H6C_MS/L?@8-MTV*U@9(/M5(<3[[?83:<_>(PHM_%0!K(IW$(N>]-] OGZ%!"]fC2·MB^E#J6(@T)[·M%^/S",HXR/@^(*[W/S\+ M-*

>.>O/0GY+QXS]O.&\#;+4;,/?',(_6@?V3 7RST6A|_OJST8YI.AQW\8VBV),=N MX?:P_)8S20+WQW%'1O#Q)K^-#RA/5EN!SI72'-9NO^^'G SA'N:<)O#%+9NP*

*MRC+3L8WKJ,>'^0'AEGQV/S*CLT+X=|^)\ M/U;HVL'TC)\ &5P4[RG+S1?6V>]!N?39K?]@^[_19>_8=L'_^:*RE^=CDBBX MUE49CK*:S9MB+ZH!EN8Y.0(417%!-*

*Q1%,9&CF52&,>IQ@*7(6!"SS8K/2"+K·M1+PA2UE^1UG9A-"W.%N7Z8LX)$GHBN_4TH/L52PODV0;%/3N]TP/;!S$)WNC·M-_BX>:ADI0QN15[P;*

:D3.7C:SC(JB+_R(8B=1:J)G+32G2]9@@=?F6-@B·MP*%Y"RHMHP(G(PM)1SZDHA#&#R)Q\;%>OZJ[#)+EJ,.H@4_D$XAE.CQ3>[S8·M3F84(QK1V(D'#P[3\0>JI.!O.>ML:-*

%/]8=9B,9UF>:\Z|#!L9I BM>60&6·M%RJKNYCS9XYA/)EQC6I(8UY>7#@.;·Q4+:>)\!HHLZU&/VR<3R1$=T+82S4,$·M>R+O6,%/0I6YX_ KN·M,P=&·R1?UXSQ5M8M^1?

M'RGP+|\B!-R8[_Y!Q 3^(MG.>13/(Y3]_@H!:"\:ZB2IWV&-A2N@^T#T#O?<*8UJCLE.G8S8]M!C0. ^7 MB?_8F!NO15[4VT#K4N#'<:K44_VYQ*4F3[SF*J#2,9V0G(;_]9>XP>*NN JO*

*M)R1]29-UE&6;A_0Y3^=IS.=%N(HI$S56VE80I9UX(CLV7]Z_Y^ MXEK%U=*QK1&;5T5B\A1QHCC4,3NW&1IGL'V4-=Y-';]-\|<_<'6^%=^V N3/·MA%&^?^8S+8325Q*

P%'P^E5OX/O,BO6*[XL<&_?>A< T3[2KD*W..8SH4\|0·MA^R,7FVU \A%,^(E*V 6MX2T9@\^:J[SK5JC]\T^-#(W%V;'I%4+GZUR6G$EKIOHV.;SO;JY)?A>ESG#P·M0:Z3EOOS:|)P\?*

B&!8V5^>'40KX,YI5$XJ BN)7Q·I1%EB9B!K(AO@8\U/V^ M*+)L,WO-;?*P?BK3)(W8YBZ"6F;PCZQ3=?P8O7HSD)#\R-]\[V-Y)E,S$N[=W##U+0L*

MZ53\XA+/_]&Y0(^P_/_@[WL2Y3\]J>6T.H\|8VW#'T>?'>_>=#XO.,#·MB&=^&H%6LT#.) X?.OGZ8OYOP4UQ&L>PW>B7)[8-.C/M*4W-">;9':(SOY7:H!'=VJ%!8R$68.9XU|8R)BB*

*M4|\QNHK21%T(\SE3P.RMV<:KRF$V?)[(&-!ZJC+!6XJ5H1"JC'NNRK&>W+40·M;XK\&6+;NG7038$T@RRG>VKG!|Y]9N>F#S[B1X TCWYI*A|)QAD)WXLLI4P"*

*MEEL;RXKMHC_Q;;G7I(=]X|WR321MU&3_G74X'N%8Q{(I)%3F]552GTVB79]·M?/.S!U;;=C%K69U[QA/XNRHRP[%XFBGQ26,_I]7|74ZE'':,1\76--%MRZ(9·M,S%*Y0Q ->@'.*

*_M;W73 BY=VC"9(8M#LI%T39/K0HF"C:*Y"U/>U\=V@+4 MUV55+"F[@_"CM/533.Z.G79T >L#<-O =0LA#L=P)UN$!(<\K0(^HY;&/*M·M;F=&L6[#.S3X9D8K0K-*

/WG$=1]Q8IPE]9D5,.2)>Y@FP,·78O5P3[4G#G5UP·MM_8/.F'P0>R#3]\3SPT'WJ.L9:@MQ*&M6/$GC8.^-X>BHJDH7U\.5,1SD",= MV0-@S8,\;IDFARQK9UN HU4]hF_G%4N?

*UM9\;2.RTRVI=I#MBJO3!·^G \#'T M^QQ!2>(,;"9729<$;E'X5X]353]K#Q&ILDL?V117O*MKZ.LYS@9)WUFO$OS M>D^.OP@(;[!H·8.GCB@1512>+41[*7&7V15SN0@;*

*]W+0MZ"YZ;-LV+ZR[·M:^4T=4E$?99;6BV*Y%K4?1'YWY,DE13WDG#2%'CF]:K!N+/·MCF;=&(IVSRE!+(4(DC:R/!U=8ZH3YF)H2XDU,W)\%")L==4NC>ITY\;VS2S·M*

W)C5HJTD0%%%Q1+\ GH(5[09·VKW65><=/[SM>ZCIFJK+6P@[I\XRWG1EP? M=Y1G&[!!2M9Q54[S1"6I+%WAYD?ZUDG|H6·V5\]O.L:'T$R4QVR=_LSC60PZ·M[B[*

F6W^/"%/@'=DOH+I/[$A*@OB*M"]0DT<>1C.^QFZ(s9\#WDG]2,V;7;/·MMIA5&)\!H:M&\+]-=WKA&!(9K,]^X$GD)&B1ST8E234XP'\1-7+RH,3U8C>'*M&\+u+66_]\IX!OO·%,*

*fR1*HC[>?A#9;BP)6IV)!X=8,&G+U_ XQ-1AW\ZW$_. M7,[F,N0.V@I_N%ZNHI2!!9XO(O9LC>L=+R9$/N.QC;2GX!Z6@SG/L&W(5>I^4'$,IFMH/$029L^6#\ 6N)["#5*50|*

MAET^[7&]YR>0AFVP>LO)1N<1TN?5I>CQ^(@J-*/SQS(7@SXC?E](8RZ^ET·M)WT18H/9N[S>)L)FJ5: YDMJY7N$#"YNBXZ·MA1YAV[B$"XN_K5?*

*D#G)\1SP^8/5[TY9'GO%TN()/"Z9++:YC?XL6·2 MJKE]4M=1HR]*1TL.?2VZ8U<,78*.%(MF>CI<6]0+3B49=]CU/<]3A@B9S14.*

M7TOYOS5R22T8X;VF:D.O3VZ\;S$'N,/<67HUR7Q#Z61%8]WC\%IN'R=;·NM] M[7@2_·VZ7CY1!K=,(9@T-1CR.8+.QA.:8;#P'L[*RLU&F,;A*CM-P2#O,NK_M6>I[O_*

'>75SFC,F3|LRT(MEG^U08]?K%?F+I83IWH9H M+OGJ!Y.JJ^C=A?CP7\UYXV=+28DV84W;&1O0P_(V5@.P_?$?^[·M>)1]F^8%22M·?3_,).YNG=ZS3?\[5Y)8^FH//>;

M>,X1&:$>:/S?/_[T((I%GJ^7ZTP\Z.+>XH6;[Y#XB.',D83D9[G+F*B!LA/M/_[TTR=.\[^(&+VE<#?35?U!!?^1%/'):(%_2VC:E·/F&*W:-A(N^S^>)E$ZF·MI/T ·;Y

*FD\0|8T))%TD\..%DO\0'P)/G93P*6(X'=2A5P"$2+,((U+(J1^"B_:[<|LZ*>C&D'C818=+66Z0·MEB/+)LW!)LA8VJ18ADZ1BI^^:.'[5TQ('0)0U@.I.':*)HWZ4E;RILEU·M?DNCDJ_:\M'B#?*

*\+I:3/-547.(Q$7)HJ5',_]<2@=HQ(#BM=I[*D2C;_·UFV·MTN$4(0/YW;3$)%)?"#)TX8P-RJE!2#R?/L3E23%?ERH|?O9417S?R3OI\BT6·M111Y\XHNFCUEZ;-*

*\'F6UH4,*QV5.1VB9%DO$5]U85*M3'R$,O@(VQ+·^C'IR2·M0GT)+(VJ;PE3E'96M)\+.V?PYHK2)HZJ-\HV!2N-BS6=SBO*?J.1N^)*TPQJ·M)RFX+&>?)F@ODH6L3JQ9?*

*W+9D#H7)DFXRQ:!1++A(KF!K%D0_?AO/"H[$T.> M0$\6?·KVQFLH0!9V3*5PMN·V6]5>,.3I VFU+4G9SMX'JE;S"=]M>T+(?4(RT0$5W"[?Z!5E8D9,V0)L%+BTLT03#Vf;$V·M9/*_?*

7SE$#;3/%%_FN7T%NX32]O:/<" 2S^>;·+45^^>?Q.7]f<^?B^0]J3& MM^#2#I[,O1%@ M)!AERR++;SXOD@K>G-S9[UMT6AP=;T=H'Z/PBF()WP%?HN[HM4JJ<%\O5*

*MNA{IU%5Q3*C&XLZ/'AP:<L(9@JKCD;+H?XIU1NV'N3H)+A58\6DE)C@A M$923QO>E3X%\7S:TJF@4N'K=!D];WMF/2%8'HM;E_;NQ;* FZAP:<0%<5L5 M/_ T\R<"*

*[_K0=/WC@E$*B#P4L$6+5PUFH 9E_0!&<7CHEB7?#_:V)\=^%2 MRB /-N7X C:.&/62)+2]'E[3*EX\TXC!M?$OGVR+B9$,ET*<&+4%1! 3H!;+ M"*,>'G=+TB(1KXP>:+QF(DB^KM ^F\\]$.EZVDD,,CWN MTP9-SV*814(;280X\.*X//4*KVPD-J_)2;%DAG'RS,T?1I7E_J8P),==V(OG M(T88@WB;6;X,;Q"#X9YO2U@:5RK&^EN>5N6O_-]H,FI>L(MY%[;@UX;1\P)K M)*HX]#7()"1"*93D&-A?UL8DO,NC,&S$>,G!GSF(*8'M:K5;81#,1X;F8R M7,IT8M1"KX&82&HBR /E"Y2YA-):B++#108G1NT@F4AJ$;F(*6ST"\W@>2O4 MMCR+,GAZ8CQ'MM#BTL@P4'M$Z8*SB">0HD+GD^0*,E.!H21W$:ML=RO;!+B4 M8$&G76^\"P".W0JFCW*LI2# M<0?F]XAP=;D#H2T@7]&&?2=-Jf.B^$LMR"3G]@59.I-$R!T@KE,J^O M/0Q")\'6WQ9\AEI4DC#X(\X&R>.K;<'429#V^C8^>Z]S2B2]#B$;@_W>$F'M M>0VAH^^:!%H&;Z'0/,?:V 9G%'0S;N6OVDKZD^?-YP41UY"*W/LRTDB+K^"&< M>]$OQ4 3'(%C11A2X9_3^:"*Z]#RC0%%LC01T7GV/3CQ=8,"5$JIRC3?Z MXLA$M'19"R,K)4T6 _^+BR%+(''Y.]!RSYQS.:?"_8?_,"=Z$M<8^%$)?*!E!Z MZBJJJ9#76DQ(;FB#=29U>4,97%:C@RWV&;&!]ONELORR4N/0W!%/? MB)4B$S*3"3+$D0C%U$5?>&@A'!=&D;7-@&N_K>@T])4<#*RD'33Y=P3/"WZ!751G=*]SUDX=+W M_@W9M@(ID60@$@:NDEDG_H\Z414UX$CQ_K"Q^DFLMY_;!@4J0%G>8K"C(" M=(S+OXA2S^>=2L^Z#ZC3X.IS.T"?RM9A_+U?'VXL]MW^A*N7-5R6@4\D1 MN[X*^Q+9;O;_+E6J8(>B[IV=I1!R3<(MS(5S.W'VU]*9(_QVE(-+]_LU8EOA]_6D){#P#6G-@^F,NW[^N'72.^XF0V/' MI=6=L,_RX%,[Y,;D:>NK9QF\?8 GX+6@=Z%]WU8A=Z' M1]@W ?4/!QO>>=)6G1BU'9>R [F1-9*<==Q4^3/CY0MQ1-(*A^-MZU>[@5;H.3@^#.]8^]ZC[:SUY_CZ/HUW^\L*:n@2J,6V=0IW\+(Z8?5#]F MEE#D$& KZ%NG-DP"@6@CKC5F\YLBTB-=^C_CZGDC-OVF4Q)!GJ;OT4M:1=#C M4:B*%US/?-\/]T;S7.$QIKN5$I<*AF#]^6 D/=^WI0D*E:@9\S(RS114;[= MQ$/AQ?**@@4%-[R-$_N:9-<2-(,?N)P*?<@:,;$D:8)XLU;J=G*FN)5,]1N9!+9]E(5Q<01]QBY]9QS-91AF$#Q,NM8| K"7$X>H# M7O7:$IA)TN$FD60/$V4=I4P/&946[0#?,/6+]2900>,SV];>+ MZ\||-> G*;,- UADK8M4S/+E-<]YV72Y+/(9ZU<"U>_81DO I>M=X1NR M@2DYPD50/D/9>! @BQ2,K)H2J?+B+>>3(AO^#.'HW:]4H>W2[-$U_CZ/HUW^

T@;LW/%E-4XLFD >.7)J M9&G-HCX,X9XU%%*\R_$=8+.G[$K8G5)- EHL7ZB09HS495!(A]: M02)5]8&H/V@T@'14)A<'+ZN!:=4(^H$9C,)66B-KG/P9A6+R MOPARPBS(@@>2J2-!/K8B043E@;@]:%3'V>]LNR82,VY!4_$C\HN)J.1GWN%- M]AK KN[=I%V?]!>7]11[#=DE'MHP]FZR%S79WW7V@[8_=J%,7S*>\AB ->OC-M+\LH*!2KZX^M.);R%1XK5K8SV#4TV+2$'#@V$@'0? EU16E&1QFE!#ISV!6" ME<+]M18\1,.4_1B2[,*Of(?\$4M1)F:+R&4""CWKIW5O M/@RM!*=]4?ROX8 M 2,(/YG\=P&-B7S$MV-H'L; ?35Z&=MP-'VZN.HUMO4V!W5?]IO=*,45[+5*GG M^V3;+\"6R-6-*GTMK+$!@:;!Y%$#B^:*;BO*8%W576H*S8Z%9[8FCU(E5^9 MD@\O;]\&--=/5P]7CT^#]_NGFZ=_G"\K^'9904ZSU4[6HHEW?+7!&DA_AOHC MF7$);])1A>:;6XK3]:J.*C7Q#F[*#OR0)89%6_'F%,X*6L@G;[L]P_)@Z:J M@975K=D?R-!15\$>, 8Z6IG;#++],TPD-^PVEY?D(Z85^2*]:3?XRZ:5?\/V MG9SRI;O&PDAT:@TZ9]35\L:/,Q@\|\' T<7_!\)3AQ!Q@O"X3.+"3 &O9ZX&MY.!9D@XX"3!Y^F&AET2VW).UEP\//&Y@U:'O[^&39R>7UR2VTNA*!:'E%MHJ M^+T_ORFW_|&14;UDVX@\+O)QNKTH!ABBPM,'J0G.BHY.%5@DIW14.>JVN71@ M5!AK@;,'>4$##$1TVSBA<4;+]QT>2}@$>2Y2#PA0HW^NX=UL'%FJ@0DQ5D24[MA:H/ G/WQD\@T{-|. MMX+@%5OCLHWSOQ@0{U(X)!$}(>-IZPR<'Q}L!_YNH(,<4 >U>FH;ZSXP|&>L M2O/9Z$9K*\I>E=4&>:<">:GJ;G7IM@!?)6T0:%Z9@VT?6=EVV&]$=&D6/W(6F MNND!.G\&IC(]B&YPMB+IM6EOD$?H%Y7_YI'L-_Z,Q=Y$W7@\ //KJF%?4;))>-%" -W>7@EME(0K2ME $DX] 'N=&L.VGE:D'@ 7.M6[9<$HH'3-.BHD$;=]\B)>\ MQ6_GR M\90#/"NS 6H&. ^:AHUFP@,@C8O?- ME V;ZKK8\1(=*32!X>]%IFT"KE5(!'WCQMMK'BI"%(3.]0!1@98'-\VH.U< M7KKM,.OVKCJU'/(F];1RS-6S0>RR-U%E@QY4-2LV0"WL6YEAAB^!C2RS, 71 MRX=.(5^=(W0]F@>O IJR89U"-UT/@]94NTR3E9L96;<+]4@4TR3E9L96;<+]A<M_MAL32(WG?%NW4;7IC)$MM]?4DY#\8 FS_@#';?*"N\@2Z$!#(^.[N91SOI# MG3LQ.]FEK!K$-KJL'T@FNC:<$ORG!#%4[AW_%7'S8H:-*P[-(;MANQGS'=& MT9I9N9)1C<-M[)%-#(@'3;M>I*J4?S^SC/:/%$Z&)[B 6QL;):IB'4TK1^ M!Y)]XB205%OS_QT:5_5>L5%&;@JRT#SZJRJ/S \(;3E!"H&V-AF-FJ;O6C[H@N[V*JZ1[=V3Q M3*AB^I,5Q%YKF?1$E5BO*:B;17-.BYJ[LW_MU)S]HJYMRMC:*LUY$!=_?M24@GH>KBQ?(H>OZ:$YO.X&4/PH; M2*]29+$=D7= MFK7=7C0[IBF7B0_W)?9@;/;]1$60M+BGK!V=RC5.!]VS5G9/PFUGV\FU$XA)[M]L.,2 ME,O(NX9WD'NY%M#6[%D-Y8MU]4>KHT[+!K"GV6.YL-P\V=,WO.C-R9&=3+' MGR@C11 G^3W/T57$+_)'/CZUDN^4#?'L.]NF!G^I&AML6SOO|_[^_/^_KR_ MJV%_,!\8+8,0[T@QSZ*;]{64>9K;OR6$> ^X5+H'&0JY+BZ= XL%"NCFQ,S"M MZ1+2"<$]F>H@LW4P$2U>30*?OE>C_W@Z &Q?F)^C?\11XRVG/ M9V>RU\]D^W17MR:,(&D'-]U/H##4RD6>KBQ?(H>OZ:$YO.X&4/PH; MS#0;-8LF1+TN1]^GO4A.9T<<>_,PWC!,.,A ?;E $[,>7(%RS[::X$\]'ZXP2M(=5O<3'_>7+%X]TS6H@-:38E><[9;M00E]8(S([SS_EY$O8]PG,?#L3W>VB M*7M-E^5%0MZ=!V:Z:?24.50/IU_$#H*#]P4))>")724D.OH\FG.T MHEQ6-?"-0M@Y1<"82T1#AWL34L]&+M]!5MTK4Q&%)AI E;&SC(#IL8 "G39^ MI5/-2_E7[$=3P,#7A:DAR_H()05VZ+844-DKT:4?0I^9.1-ET4]WU6].C*=[M&1&NEIN37_F!;^OIADW;_A7M#ZH-<]_*3X@L@4GQA<31ZW1\+GJUB^V"-; M^-Z=3SN>PYW/8XG?^GF!+5%_71:]O0=4 MZS?* 6BM%[HS3TDQ_&-.A7K(,>[) M:]XQGH"D 8VS"24O<,,*DW49/48BI8M=G.*::F&>;BH5IQ$0),,)>*XKCW; M%[AT?&@KH#E-@%0 I$7?6TA3>&E./>3%3^.$0R>M=UQ4*WHX&|L*_A]!F"1X M3QM$R9.,L/C?UHMABLD:#2K7VW<4229QL)ZUNI%%F5B\FFQ6)Z)QR M%[.]^Z2IA'V2]-:M_0%B%AU|&=U.Q?Y V'HP) ^(/C\LDUMT=A%0 ^E>V.!1{] MK[2/G>28O\25B[*$4H=W@0H:(ZFM=3);*(CP^&.2,^Y$]EFZ-7*\~)>FT M)U@WC?.DH&.JQ(G$BT2;G;::!VA]_V.6+ 7RDC_1MWRX*N8RD2+&>8-.]; 7 M&1WY4@&$A-SW/I*$S_(/'Z"Q07<YD0ICD I[T2J$IDC'T3%'\9**DC^0D,00@7CL6QW!^?UWN@C.35N#76/8H9J[G@#.ZJ2%L7-J;4#E M>I.+EU:-:52EH4EGNRZ#G[:P;_ /OJ[&1V56+4M!\0\&&QUF?15]WO6S99"4 MI\V%OR@I4 UWZ,>+CW^&214WHMU37.6'_TQY6&MOGN=L8_52TV2G3N:B\ MM!^T]I'PK?VB3%O'J8."(@@YRXM&7_69;?0UL(]?='K5N!)K%MO1WN.!)-R' MS1^<7P,1UU?!]N=#{8<([NQ.^2)(HP>2+[,T)I5E9JBZP^IB>X?!BF\#A;OM M]Y+&;/]$UW6X\^C#50XZ'L=T**E:]>E3PR4N2[)6GGK_.Z&6V>BZFJZ3=M=3.7=LU@K[T.Y;8+,/9)^5 5GL*4S/A]!/7HI"W=/3'GU=#?PH[Z7V MR%Y M'[=+I)*"[I=_'V?62OU4/_[(^6%/U=,3M5?#3-*AYIP|&D9[H:V P1])F;KMZI>8!UFR[HH%WTB<8=VR18,T0=@VE$E;#7NFA=,%DO]|&-2=?W62!"(G$(^= M7HJKOKJCOX^ZHS_1U("U-=@VAGWTQ[>*A!;KE\!FPPJHBGT!J.PB^!S0U((? M;F,PB\IC0).<^.=^RAZV5H$6JGKK[UD?3'?;%MHH*/ZQGK*7%VOSZ1VH\OLF MLRXI^N&;6C3 61RHLA]D6B@ME,<>#^0.IO$V2"..^PV;_N5DLV4*O?+?)=*/1 M4UI;6NAG'ND@?!PY#>_.6#&9>$8.W@$2Y(1?WP.QPJN#;V.]?14@OTH^IQ05 MCYE0WHIOJ./(QFQ:O3' M.X!ZV*=_'7D!(X*^C(\+& HH>NZ<"9+IZV$?3+8 MWA"P<.5@0.=,Z4XHDCSPX+I*H>LJL9A2 KLD;>*#3 M-@S#U6(EYM)+PK -XRISV#(AU=.KPP5_#KE\EE4IE?8 L*+O6-^E"WR"?M]#&R4KI[TL47+&IA'R/W;R5J8'0^[RBR(DC\..U0R@D[0OZT?^BQ:>_.?JR./ M0'KD@7Z.?#[\.!]^G_5HQ4.UT=>FJ9'8%\]_3*0L8]N=5/_./6%H8C[MIK1"X]^4E*_$/Y$@SO/RO";;$W5_TNVN; M-0S8EQVXR,81N.:DQV?8G..C7=8/QNSU5,.9VVP>?,"7W]$:NG8QJ(ES>&M;MI2IUBZ:2#IV6U4\AU3K>+'6]!_$R67N^0G1<\CXS;"ZQN!@)]H#'90D*B_)II)S7LHIM&(A_*\$!-GD+JG?/-!.;=P!((/Y;DMNLXH[^M]5G"C/IY>QODRRX/D,\U62TT$#+0!;^.E36Q:0N0'I3>+91!3\4K4 M/* SW05;57GLQPX.(TP)P$E/CT!=-"> N1&S'VX..G@9OSUEK3,1&D_,,,,)6)H" 04_,:VP].&L& 2,82M5IH7;@N&(>MK'H-?$/\^^U:&%][,H-:,/R%Y%ZN<<9;GHVSQ"X*?!)OQV3VYS M?)YM.)C!>IO^UCJ77ZQK_P('!4%\L,=UHUO9202$'C\B#Y)3UO62]W6\EI^ M4-15]?=(U8N*\'Y\M.5EX% N<49 D<5YD^E !:5%LINA8EQI1 AJI745EK.A+_"(R -,EO\+$AK(> M;DT%[&5^-]"-"+AQ=^6TJ!DE]^=06+_^/TA2&>]6&_V]]?_3 LA\X.39G<MG"5#(%"C[*4;_ZY^Y>-L)B!(Z""W\(!5'T?5@4N,^ULQBLZ(?=$ %7]H!.LLC#^ M>KPAHDSBDT9"NTRW$F0%L8\#P1K53-*CDMA9GJ3J@T^O^H6^K"#V =YA$+5%?.L>MZ4GRRT?TO(?;#0[(. M:]&/..&'C<-A,-1LQ%T0=4EY53/*IGIX.(^M#P&]\F@5WZG@-^\ 3;AP"(M5$XFS_8RW)*/IT-*^3Y.I&]0[E\4Q=^'0=/+6)MJD>)S<:CWBB1SOSJ8_:8>ML&ZZ*FW=D!_T:E5U/S3'5D0W%NV.T!FAV^?5],>2Y&6Q+_AVU+K& 20=^N@6 M4&(K2MM^DQ:$@5WJK0%'IU0BY*Z7 MX^FO&=?3K2&K3K[MY@%0>]A.UW]LO@5TZ,P_%EGX1SGW7*XHZRKK?)Q%Y9QT M3UI%GS3[96A];#]O!V;MH#GIFS%"IHL@)Q%_28&P+<_>1'2QWA69!&NQ.7T- M;-1=9-,=T]R8:6)Y@TS[,.5?=<-]6[EH];X]DV(]6 M?LZRZ#5.DF$:M.3<"F&^(V+9#/85D>LXC0MR&[^05G?!ET/,;?CAA>W$L/)6 MB%EJ_/L@FCZV+%:;85AM/[BUU^@]8F'"XM\0T?3S8GT7_#.CHR1@++6 (#[HH]#F<;]G@CB(#V&Q2D%D<3N(E8<4) M]PWR"48?+&"JA>U'[ZB?C: ^'&#*.XMMX?Q>LS]%&?UCFM%0'.F+H[#ML>Z!M"1,6Z+O,"5,4P+NQ>\6P"?'[+/3V=[VNKP0/B2).)'$-=.A"#Y!PDT*Z]> M&D>>]_MP#_8(L1\67R++/-.)3Z\D>2%W;!LWI[8 !+6+/?\?7T]4V)Z8BG#M M?GK-^M*;,7/82XCC*\0>DJ>H;_Q^7;^.:4#.(O>='TH4ZFB>H#=?9]K?%Q;X] M!)@S'%VH8^G(=VK7J>&T(%3#,F_RH!:Q((.XOE@Z?T?],?P#S@+^G(\B-_9 MF^*X(AE^P/^\X$M:,_/9?LE^0RJ!N?MG](+9RIWCO8Z,.@\|* \ >^?XNW/W3G^]GT3?Z(_M.\??O< X.V<^A].)OSO\5O)T2L0;<=O5P@/K=WG%>L7?65E6EV@7!N>FC=,-_M/(}'RE-R'TB8I6&Q9_*KT&*9GQ@#34<,/]#3IK MWDWUL$*#Z =!HDW0Y;U\#8.GIG%*6)=Q@%5>>QSO!X&]!P"=(:0';P8]V,3 M8]:.W=,+X*XI92G5KT&R*KE)DNQ5\>YF6Z/5E;$/[?H9L29P_/'N[YPSE^2Y MT ;N_J0+W.6UL6-RA006SGQ5>6P_N.<&9(G0A>\@V#/O:R6'QXA/2]*-[U, M(^S'?*-7+9,@2VIIC+ ^\-1"E:R6FD0N$[V!OBF!\ED91_'T0TWI]!L\AWNJ7 MR?&MK.)-3HU,W'2D\XZC+ V(*RX*N;'ZP@ ^218<[4RW9,U5,/\>!E4K?W. MCQD#]!T6%,^4F97/FBJ?XN@Y"PC8:*UT>-74-9 >U?NYL+,?U\X>VSY;-$F"8IK117GZF-$172^+3#A7M5-MB5LU(G^VR"#D;L MSS2N?'HF6 J+OK[>]NR,!MR3BD8!%EVWA9G;-^&%#[;18Q3[, M8NPM^[9G-RE;$>7EDL>T8==6PMYQ=-)<%8EJ5-!W(C(Y?XN+^2]H]IP3^L*M M4-G]9H0-_^>*\C3S%T$>YYL5YE]T93>2>_@276FK)<96?H%\9KKA_*V=_OY;F M+!$W^%U^$2U2L:,F.0?DQ.V83PO"WS\BQE=ZN";D>/2R*KQ*|\.FT?WL6\ 8MO*N%>'HPOV:0[0Q@:CWK'W2>9]?O>&H/-1@?C*V8_>WZF8(L.6M@/ MSX]54)E4#OO8LF.W=#YSJ1S^.N,IU, ,(<>\8-YOD//!S/86_F_V]In>3 ;K9 M.3=:.@BJ2@?EIH-09Z3[@X*6%NQCN>FJ$T^P @7/C\|H_%_7B.Q3W'XDIC<7G7 M+&)PZ\6Q@#_,ZQ]ZV948W6C6_@/ #F.V6NH8? P5NNM22U+R%_M:B,F"Z.GY0 M8UV #^^6++|OHDWJ"2[7 ;?M?ZZD ($S[BJ[5'V;/\"&W: M)K!7-(=0",#&QPM#BH/;WW@NZK00P4\DTAYC?NQXC+GYQ*#\OOD0\WR(>3|$ M/!]BG@\QSX>8YT/,\R'F^-1#3YT/,[2WOG;TRINF75$9VT2!/TH\XDM,_I MVW@,T^B1H)?+>P3BFH;9G*B+ML17#WJFIT/4IFJ7 H!O>W9F)+D1A5^:@&BJMX3I'CON0%:(T3>Q!WT'97**OA_&X-DL-MXC-,Q"4)"Q+QB!6-.]?E-[$31G50,*?H^Z%@_8VA4L3+^"6.2!KI'QPYP]>Q M#^!1[9F:B_>I=;LC;G$D6OHJCJQ^BCY@QQ!XH(=:=KX(A2S=/+@*N>D#]IL3M_BEDDYWWI9#2D)&CVD=M#[!#P(-7]8+*3%K??QX((C)\;]X$D(@5Z0(NU:'EA M2LLGA8MU_2_Z V"-.MX/Q392H^?-K7?)= PL*^L';?.*]N'.]0/]]_^XO/FL M?3RI40+[_$6M'_5T91*AT#R1 M=0BI*KGMR?3HI>K;C!GNZODI-9'4OBGA[U)E,G;>30661$DWF7,D^S$)P+6 M.2GB.$CDV_+ONVS+!W]M'S>]O?ZF-?3#M?-S$@XMF2 MI^ZVXR$&X-LHDHKXDV5GTI0P^.B{O |>XB+(>3_Y]*#U?OY59R:KA@:\I0%O MZNS [.>!>7Z7^OPN]=&=4>_@76H>DCV>UDZB]*Y#!?&3)48A#[K_K]8C'E=_MGZ7![C=U5YKILH!U0WY0]57+/0ZM173C0>2SN;@"$8K%Z'\&"2D32FB-Q2$$H\F'(WL!/ MTU603&BH&G&D5M[%X -=Z0$[ZY.27-%@P7.(_>=HF)G/U>AV/ M:TYU3[F9ZF&?KEBQ#0/AI'GFW7;]GU^_9]7MV_3IX+EE\E43\6!"J.8WZYRN'UXF^TE?3%"'(#X6 MXCX-H2&G9@:F6M\&]] \@'L(.#WK KHC4+9$TL9Z_]!S %:MB8?A:_'QYX#/M7KQ^RROAGAXH_U!]*8%]A?]_R9QW4P9 %X_,O] MBA_*XVX(MIYAI1.\L[_U)?@[*$]>VG/7MIWX*4]A\;SMFTDD F[ES0-Y)!=0= M74/>\<1A>4]!Z//K.ME8$&E5[&"]HVN*!L"35A/D;$UG1X<'4) O(,:3._', M65":I;"3B1^\!>1DLZ"O%VRR=;9S>QKA<.6'LK-M'8$X#DE<$PIC#STUI9,K> MUQ%,+1'1/=^_.3!<4G.G M&GLBX)|(;'O4,@;;FZ].QV0]I *_-NS?QZ1AK-O_>Q;[\FW7CF/8[896-%P M'N0$YEX'U,-VQ?45>@M!QU$H]-,\IM&0?2X2V@1BQE 'ZM7PF180+(XHNF! RT,C] ?1Z)>-I'!89&WJUB'OU;IY7T}3'M/H&WN?ED%-O1S/!SE0]#0E8%N)H[TV[<>5ZI'CK#DK,T!>$K*03$]TK.5 MAEMZ*CF=X9K"H945A.+K,*UOAZY:6N>*.TX)4'5K);&'XEX86HVLSM%]>LV MZ-9*0M$]TM/S4'1;LK]'EY6#:F^C+!1A+R8TK:RN,';R!IX[3Y<5GOT_A8=^_ME]_=EOO]7.8?)4&>CZ>_"9=!,:8A6QNV%EQKJOBQJ0-ML#52U"),/2+%M-76M5O*#&*.R03@ZRKZ[^B1HS[U:?%CVLU:P]DBVW7&>)7AQFBT,0R/*B4)^&NPLH M=B#K!',)\04>,6T1902BV[]YR=<.V_UA?[&LE4B/11;^H5]U:ZKXML;BSBVQM2U%,%]&NND67@OM1EG/:%"IEGR-W9#$S=*ZL0:"K_ELITS'UD>8 M'L[%WO'7>?!EGO6,B0^K7$B7L(]L Z7A(;]~ "K7$@W*7.%H%B6).9&4513TSPM*Y4-W]F@U#/(VWN)@_D$1@EL_C MY5-VE18\S:5J4I0)9&H$F2@U!V:N3*(YRH';]5C]]X_P2P+]VZ_N_J,>VI" M^;;8Y\&-Q7J4+999*H+Q8MZ>;53,&0P26HK"!R"]KIE6MLKBGM&B$[9]OA1 M^.1HE9\M%ED]UAU/-(CB=&;RCFEK0)V0SI;]6N5I1]$;!7=V-6# _RR;'F;8& M%')G;]<#(#^6(TWR9:-/S5 '"OM//L)^M!B,![*D<4@BR,9.419Z-<^9'Q,, MM%98]'6/B8*]7$?T<:V+O.^> %;?R;P)46A#A4]<.Z/N/Z)KH'JE&[)&[_M]FROJ")#U'I<B,4^3,A-8.Q1[9*J2SIWIJD,_E30A_[6>#4)["@M MC4@X=S>ZO1WTI]"TRT&7D4X\RC"5:J2844F*OIH7CG 230):K.NWM2_6]_H M?L@5J5O/Z%YF>M=,KF8967]X,5>&S6<.3X0LF[#.8W$([H,SQX]: M1117<1R=;E\N?QM=G2]2],.FPG-_DG"@F<%"#/8XL]8%XCU3_U;5P#65O*C+PFKX*WMFY@/)"3Q M"[=F9>K+BXS2{)50T#T]8"NG8+L[";8Q[GCY6[']!:08=@]OQ@[(NRMR1<+>SMS^8K6F.Y7PAJ%5U?HK)4OKKME,N-;B0?5\\Y^=>*NU!>N,%@GS(5*7*DJ^#%. M8*%6*ADV5@XO.9BD:R:#IGB"2=Z'3.3TY-%ZIL$E3\5)-HIV>.<9/S1]=(!&;/WYV6L6.5$(!\H+771^K;L=L:,239<*C MXPR4 IN GME[P:85+.A$2]HMWZ_X5#R>[IY^& 5)0]*+]2.!0U70-A&13&V15T2D+ ^@MV$P8K-L!OLN=,=) @/^NAO]OHN*$2R^4O6M;RB#S3K8=ZP[TB43_.0'JWRO4-?,\53_7*E=*]`4D%YP.PL_^D@5 ??EAN"2 MZ6HZ8I8DSP)?@V156Y>.IJ7EYVX5HG$K'=8LU/V$SGDO*$KP7404]'E.Q+PM%T.YY/SF]B]]HP3*LX0;M+EJL@?2)BE89S$@HH'+@]7^B+(X_PV#[]97XIU MB<%-&E+6'+DDY7_5RG*DSX,],NA:=50^,"V(=]AVYE6[":2;"E!"_/"D:61&YX3GE\XGP5K .G6S%!1]?, ^7 M3#IFR*]R)NKK)5EF>;Q9W.X5@X*.]WF2RH>..A^(OQ^N]R#1D,TXS##65]-Z M(Z2M*&4&WSD$Q, +KB[)-%@EQ6V6SE@/%[MC)#U3FFI0GOSPU1CE1V=IHSJ3 M(((4I#1+X265LN5)IVC2-OMFNV;I):FS2)0%!%=&>U.>[M)V*V4Q],)V 2$ M\3)(QFQ/5 0ISU2BH,1<#4H3HO>^<+^Z31M0NO#|%;(H),Y"=;BS?;R[(^MKYFY7L7YO#0 N2[R"5 5 M/7$FF#HP#NB,&2,I+4,$=2U ^?/#P6&#BO\T[F*JQDN1_>#PX&%UD^CI5OLC MVH3;R4>Y0)O;6=@=2$M0'?$CW*4+2HZ\<4;3_ECUIKMB,X6>OYM'|K,TJ-3)+TDH#_QJ*;.T*I MPG?70%%_IZOJ8>,6AWGJ]*\%I0GJ30.1'UVBK76KT2D!KJ3V@/J?$6.4V1%2ML%**S6L'0BG8.E1X8!6+/WT5*.2(OA.S$)X,AL!]G.W69Z3?)PVG7.F&OV MJNBO08 "!O@'#X.B&GU_(*]!LA((5PK(0\(3$1.N&&T6[?%2REL-/6M$W}[^ M;5#^.$6YC'KURZ-EW&^B\%328MNZRRO65\%X;Q9UG*M;=$&1. ^B!;_E[-_^#4EE# &#=$#BR:@:H ?QV*-RTEK MP=Y9HYA"XK"*Q8):@%8U*-OX_AR0)X9[1&;6=9LPK=+$[!?"\]1=|$D4NE/ M>A ^KIX9VG"9YDRS39_3)D?+[(MURAC&RT11J59X$(;@+N0?{4.TP<[3' \'M84A7/+:M7 RP3U=|&(Q#]8\,-T<[K+5*+$CI">2,)#& M?Y)HF.=$&@4M+KH9JT%Q1t[T 94??2[,7:(5*1C4KNJJ@HJE!?\^_^]Q.B$ M\$,,?H8Q3B_C7"1H$.$IH=IH@I5-]: $X;M"8 B@$\6[R&8N?F9(TG!!&2S8 M+B)_S%:S>6'(F@.H"J4+/_H#C _Z8R+4W63@&H6@+/CA[E\!A-?B0YU% MH5X "CYRP$=;)G1%ET|O;/%WGZ5AMQE^KS*4&WR7@ 46)[WKW,AY],8D*,\8 MJ0OBD1;&#]@IRH=D'&RD1.&\H" _J]?(>M)C]>FB&];I*DBV M>5YQDMN$YNO4PZ1YNL,)08_$@.C:SH/%Q68U[< M]08LNFGEH4S@^Q1TT]3(;ZK'8;OE&P9' 164^[5L=QWBX@[!+4>^FU']:H5 M**7X_HPNZ)S5T"*^O!;CP^49ZV&)HKPJ4:'QWB5%N](%:GUR S&BJ0)G![X\8 MY98P[Y_?MH1B5?_8_%7ZQT9KA>EXW:W*AJ2YUFR2H,P6RQ7/,3@&_93.8 ?MPSF)5GS9_$#X2UFD2JK-UVN+19:*6S/?&,U>%2M*-DOM2U($<;(3/R[XM[X3 M__?7GP9?#R[C/$PR_A07^\?F&X-L.MA195[^AO^]_-[?&DPS>B@_-9@\[']-M7ZK/_=M7B)<"AL]Y08-0]Y#-7CG$U,.70<[=I ONGZO&!PW2F5#>B_6N2'7N M,'R-,%3E):S=8RROI>H<_[U_"CG&78U*.=6RL]KKT.9.ERMI@#L7TR';JZ'<4FP8&8@[(]/$'T[A[=]M07]*%C&19"4TFZ6F*U5]\:0V#<%3CF" M.EFZ0N3C!H6_T1L.T'@R3E;EU6,AS$C4$9 ,F3QE$/6*M3%>$EK^6K==^=MW MNNV*^.: F>%|]=4!^VRY=QG4/RSV+;M/#W;?_]V÷ZKGB=D2A/+2FFZ(AWW; MY;S>$"CZ[.EL?9.R043XQ8+R E1[7*BU-5+W)%;2&R'ZA\U.Y ;1DQL_$<*.TZE(# M23^1!;Y4M.X!-1E;X>#&/%?YA?+)IN-B\27^1\V2;G?%3UEMG\3?BB0T%PM_ MZ 0+: A\4<$;;PR'!\]>*Q]02,,%3Y-AW%(2X+#-]!&K$9 5]EX"7=*DFCX MPM;.,]+T+|5\E7N;= /\![<*I,I9))R9JIZ 0]^=:.4H\_D9;"-\!2"KSJ+G M0,;2%A_&:54K:6.P^]S++FR6AD ;!G@/_"(CY2??XZE* NN!JVX(RB^N M,2G?NB\7@4TY;<4-PYP@>]E5%(=RA.OPT=*%'40G[M-R2'JWHZ/0\$+9\B<.BZMTO:5SD#X^_F @R5 -3MA,X12'YTEIV8V^-I+?94OQ90%/=DSK%>!RC$J8US"9$]/< M[0MXF)-I-%DWY >36JW=!3H8S2D0GE"3QBH!Z MV+$&'.6Q?EX&1@?=(&X7KN4FG(<#9ZF0+9)DE?S8U@=L%&2BU6+-L-\VFG; M+=-_^25'<$W8@FB=]PJDE$/;.J;KT9)I=]HKY$:&A4";Y2Z&>&:]:2(\)>TE1 MZ.]4<=P%C "EJ.@D-'=EMS$3*A6(BEG\@VCM+H,K(UR>TKMUV4DDH6)X1-PGH MF);O(8]G&C9'7%#NU/5]\@+9\6?"Q#,*11!P1*F>CYYANPH4V'@&546@2O& MBMAW)+J3!0E/,;V@"}F,RG>0-;C8/HOL*[_*=Y)/CUK=T]SWY%7\1;MK\E7'M=H#8$&Z%R$ES7Z;^S,A#9*4[G.0AC4GB$MV^0U<+^T*%#=,0^=|7P97^FK(N MZ&IA[_$/(E@B/_HRJCZE3&@< O8IFBK8-R^L+*U)WG5W*05J5)5\I>T-,,(4A?**F!=^ M(#@8GO$V7&0KMC*>VB7)D4H-:@K*JA?.G\Y0H9.\[9J.O%H1[*-/&U):HOD# M=J?WY$&UH11YX:VQ02=/;GIYN_IL/5JR#&>@=>,]5+6]NK'0;2Z3 X+.7FVI MM-6Z451#]G0UH+CCNAB,8CB%7+ ^$ 8R3.9FG\)XG&S!#3@,_^'7[-613*M M?/Q"T=_#^/=FNO>2CCH^ZA#-'$H/KB8/?\)@7C9K_91\:1&/N"?K2KQ#V._DL&G MJ;C8W%LLGPF8D31D6K$3V9SLR+(9"M2/7V0S@3]HSTWDS[L+/:=DBY4[8U_M-00>K$ R*GS! '9D9=&OC/1 CQH#=']H K-B3X6Z?V@,9.@X.3_>-/E.*H)"; M=)K1A?C TGX4?13)N36/QWU23Y^'PI7W-;=^1=VM)[F(N]XN?*O1;D M\TD0\Y<+RUU8?I.6N[:,](UD G$Y.UV0+=Q\!PG8G-G>(F@AW9/>K+O"0,O M!WWE+LI_T055:JI@WQ+M?1A+'$T7OE1+E.K85C$+W&Q%LIx+K*R3#/29&/-MG\GZ)^4*=O46SKFOCRF?Z.+X.8EGY0M!HE_T$^I710T>Q"\31!W1YB#/]-MI9)"*D13Q3?F::T>\@CT_J/0=EHV\!fX*">X/7;&,H%3PV;_F_MUVT)-XV+[>&F^5MX3'\.TWRB4/+--%GN;R)^S'3->AXD_R"!YE;-M(6V^2WBX9"B3S<@$2[Y-?VWXNF5)"_DCD$UUT03=6_Q/6PB#'7SI*_^0(7G M(^#1-3MG.=K0Y=PC1:.NE[-MI\95&X7>]BC*<%H1J(($WUK&MD)XA'R WODXPWZ[=2@E,QX$ *J#EE[:@_U MPK]DMC!T8S.P^H56R/3E453/2.4NZX&REO+Y(>6D A(N32*]?]H=UH MNL:*=.*A$QOT:.U?]P\Z;BT.@C0:--KTY]W.+^IP(\OS1M<,#]Z]ROOOZDDO M.RZ%A/BOX+9Z=FM^"E=7QP_.]!IH(QO6F\6"UT<.X5 M03M3W(>K!:94%C=;(!.JP9L1U681M.,V,ZHR67!%-2?A-[/LY=N(Q"6H[(<= MGNP?O]^269!<,=M4K!46E95J%3HENRKK?Z\/A)!+C^M?-R.%6F60(97AE@+ MTV:/W;S)>1?D!:\'5.$E7V!>QRE/W0YEQ-8%^TXI 5A^Z3#2GQ7D<+_N+SY M/+RXO:T=:>&6E$,]0@!]Q3+$85#(@GR)Q+.TRS)9NO/-%LM39:ZN!EE@7@-M"Y(7W8SH/FO&K M_!"@T_1(BB(1,UAGGRRR/RZQ(11)K+LJ;ZF$'B%D3" /BI(?S M)7DN;M*!H"NQ$0Q"8_XP=0WLR"YK?DW"HX_$;6*KAQ;KQ%WU\8,?F_#C#A[*]O__H>C- ^0*&BNRT+!=;F M6]^""P_2]OU4:$;9'44@]F"?FE{f.CL,HT#6QA?#LE1Z-W$+]>E61O1(!/,D MMJ<4Y$;,' +$]5=@B,Y'4%\^CFE\>?LX2_M5I3K$9:5A(+K{(@2"*Y;2D>X_ASPG.A%D%ZEA,[6MT6D!5==/'FA/AC")GD=`MP?Q&;/#?&5LJF0(9071'IF#0:N6T1&H=_0B*XILD9"U?I'0+H?^.!MPD:"2 M$-UE/ Q%2H3\/BM(?INQU>0PC^_,>+R\W/3ZP_^CW18:WZ MLODUHI%94+ 7=>4=K4J MKRB.?N2CTIP]'K02H]M9WOWQM/;ZHMZ *HKJ,8CZM(P*06N1IDCSXJY'>?E^_M>K#[35U4\I%R&/+0BKHR-G$-@*$ F^8RCCR;F<80[?V3RJ M\3E453/?

MIX{_AKB]#B7N@FKN.|-;P$XFT9%$6XA.^Z(*3TRFOQQ6*X*=C*(CHRTAT8?A-MU6*99&M"+DA*IK'P*PL[<1'D).+S.K/M@3[ACD43V#DD.M)F#1(ZK>*\DW53
MG&+OSCWO26',RP.HZE.8J 6-8%!.VI"*C%&F]#Z-0MB)(SK2*1$4?=P]D&5U-M_;?IS.%3N2XH1E<+.X=$1WH@4*#S55\GP_8'^'DD>M@2O M#)Y^":X?D%^M=-MD>I6_O-UH-
'JBGL?QM,2D>%+$"=\'KC.Z&=65Y>RSMD?L5-7"*)3#BEP="Y4-M2Z(XGE[&E(2LYO@UE4V8O(*F/!^"EOF#/)X8I75;3@;CS@_"T=35WG@*>1;5OOH;C?E%O:HX34A-M%;VZ0 >=S,"
(,*)DI}&)H2'::Z9*1R%KO847P*,N+7.PPS[4%.2#ASJ'M8]?C,>Y3-MECGMT<%PZV'-RH)[&7E^>AUN?M4@QJ&5&-CC0-%.F(ET_H'.GH(M+Q-+NSO%V>E]"$]3WP<*0)Z!9RL!X-BH
M-65&O]N_Z8{)>.V7\X,LF9HI\'8;A_WTRC][+O]WG.KCKQ5EL4,NY)K0R RC M$!)5QIW:-Y}82<*["8:W50,[$,(.9(7 S]#.GN;9*@_2:,NQF%L D -J8@33'7!L -UE,;+P_M2Z9#+2LK"
<,FK1RWQ,D MD<3-3O>14/ZXYO;*'+=0(5_?VC!Y$C9E)T MW?>$A0%ER= MKD*.17!Q+H*Y}YN4R1QGT6>:Y2X.OW4?P[Z_[9_^F:DY7;6K!;8[T+-&Z]AW MROU3+
GX^)K&$KDYV^ER19F9+=6)C+*^)Z_B3|K-'*P^]KFP.VVP A"?[ZXX ME ?KN]0*N;A=^C0/TLI>WF5)OL2U7" M03FXVQ6:P#%_RHH(@?^=7URYSX[_D.*!A-DLC?_4)?QP^$GL["'.E-
XY37XL MF9|-T#WO0U<-WIJW=V_D/A! ^8L%~OTFNN0J2)T(7'PUV_-B=P4Y3XM9BXU"+ MK]9\A_) (OXD3#2FHR!)9%L:P|80T@#ZT:W;S2 <0_\Y-ZTB@?71L|#@,6YR M!V'=B*|-I"Os!Z=;4*S?Y*PN MH3*J;[-M^-V[$_]BZ$5\U-LBF@ZHY_F/5 MX$"TN+T=W^U.O"I%T[8;]=YK,K*+O$>&2OC7U#-:,\F!9_VQN'G>KH4;Z$D%PC_+C7O4"TUMC9&4U;V9"F1 M"8-
^^[G9*4@\O+J&\RH]4O+A_O;A77S]@VPE!7$CH\QZ4D]I%(MJ)OUM.%A-M/=:=:!468UIY/-0/5\I+_'J'6-@9'*8J;B\HP_$4V]NHM$MT[E)KB^"],ZG2I MC;Y,!DG"Z;C?
9NBC7E.NDS_2[\0N M5BS[\OB!RA#$#4(<;TH7(\E5?%\.-JH=]"J'2]@ V2;GTAOEI?K)F6KKJ;-M^\&F4-PM@'!$Q6>2LB[P9SRT8+M9/@,P_.5WZ3L^T3]T"FO#*R+'RH)I<,*
M#/395[QT=<.4)*;BZO<\H#/=*E=5'C_JSF+.U0N-SLG>8QUJ.EH%\UMEN?C]#'@WD^V"6;6N5CSI"4BS>F2*YR:-M46A[_) I"Z+M0#F4?]8KY&WH1MXJN_E3=AL7\:QR+!5%0F
Z8*CN0=A3!QT M87+:3@B^H;O/TFRSFS.M@NH;04T]#X*>;+>U1A1.VM:7$G&EOF90W:11_!)' MJR!)UH_Q+(VG<6!+EC*D MV+9TNZ+/+\@TH|72\2EXTRT%$#J#GM?
1HX4Y">)Z#,\=O/3?FC? MY&\WU>C\'=\,'FJK<7;KZD:+Y+,F5Z'E6/AO,E5+|K<@X.[P,U<_KQ?B Q M\0, V]W<|;)EUF1!3J#]OH6&6*AR*Q@*)#|^^+#B#;3\8EW_BSZLT*:-]T.Q
MC=3H<8F-E\@-$8FRLG[09]^L&L[<1A"5[P1F--<&1K1*81_AJO6D_0AB2SAT MO^1[BX4^9/Y1!D?C/:MR#HY^5\'1S@[+?0Z.ME!WG@Y\/*W=N=,;)$5Q/Q2]_M#YND$!#]_8-
ZXN]A&MUG:,#[37V984H1;-V0'IQJ]73_8-)61#?'F]2|("T*W M)S/7<1JD(1G.*!$=T5H\8%WL ZR.6EFWC58H.8J\V)V=P-C1E$=/MMT#)48X
M>IVUOHU(7!U"]L/_K%__'Y+9D%R61.Q&P9TGAHG MDH(4X>@X&>"E 2Z ! 56S_U2'4@9%QM%2Z)\5%EOVA2D'#RS2+8%\CZ 1V M6PRGH(ZRA'LT>;RKRAR54??!Q?"=
{!W!54F,;GG$ZN&:Z()W:T6PKQ4<8DE: MDIY^O-CF=I8A/&Q7#/MZPB\225&'S_;^>DBHS1{C=,9) -/O3#V'85>9N>V M]"<]NJKD:_EU1H79V'D(-.OJ*V'?=#B$90
:Z,/P/BM(SC]JCV1JEL*^]W (-M)S)Y.P^Y CWXG:D6X9*32-RRT8RR=DELI_A-*KD/F$]MV&L5V_!(DX%#1.2 M!DG!WZ!,H\TF;AB&=*5+?&W=$/K=AD,TH2-
LZ(;WC'@.N!8T)HXIP;-WAX M<@'SS:9^6D>_!'&0\ZI'@-&UY29E(O,#+YY2_44\2ZLS)+"Z+<'#AOD2O'1 MJ>%7'$9"I68\M]1EL AF?(D1F_(O&RM"*?/+;0.5SA/Z_+H^Z*4'"/,V(7J&
M[5\#&O/-PO,^-#_@8O9G/"U7GFRZN&4%XD3\5I=Z^X?O=*FW-]\9;#XTV'R) M_[7\UB!(HT'M.P>FY3I\,//P;3RZ$:\T;QU'(VF?] M4$KG _T(BEH#U=$M+D,>X)U0)-
K,>^[*AI]*Q@\V_=_V[GM!XP52PW!*$?!M-,>&V[6"FAS8KXIY=[0;2,<35 M/ZNH"8?MY[!8.1S653CLY;^/MR.Q'2>CS!0'JRJ,9G8 \;]Z_5VE0R4OH1G-_MO4)H,2\0%*4"H?L2O\S\|\?>
'7(58!W"^^4|L9NG7'HEW60[S1UA1'/F*Q5&\;[*DNBK@3C]&VV(44+].TXS!58'?MNAYZ_K(M{O@SI,.21^OD#"0GK*YO'F3IKAK2\|M./9U$!M^:M!^I\R'BOW==,P6[-
TIB3W$V+*CD1"=@0LDRB#=/PK"|+'K:$$W- M":@R]O42&YHLT#CI:0S(;SS;)T==H6H'F)KBB/?CL&P)/<42&7_-1)Y=>[V!:H>555 M0;\LTX5:O?PGS2Z_2,*%_RTNYJ-
57F0+0C>BKHU$PVJCWI;QYMP&%?1U>G,W M 2?/5 _]9HTU;3 DT G,{/)Y BDC2]+"4&J<>;.1J=\(?.(WRVTFQ4-F0V?. M+GL>^Y\&\)?79)GE\/3X.K^Z>,I'[V] MZ'B^:"_XRT^$YE8!
{9OJNN1NQ+0=>G^#U>W/{?=|%=$^QYA)B/S>RSY<075U"'?%Q2 M[E4{4OUK<^UB/E\\5 GE9KMLR!+PP(>1.K]#[<]?BKEH2NWF=4L(*4J-WW30 MD^?>FGC)L>SIV;9.8-
X%;_%BM=#!N5<$+=9^'ZX6F%)94.S&79P:46T6P3O) M-\,}$P8%UIUYXU%__))@,<^B\F\D;KW:OR6$OV2]MN"'M?@%&?W#@')SO=F@
M+:HNZ=+\F.K@SR9]C(&;KR:!O5]Y_OX1\>8) "SS:I9+T(!U20F,28CL9QT M^C\O[X1E6S27:4C,.4@L4>S_0+H;BFWA',%8'K]D/(M,D*HS%X@'Q:5%\8*:
M.R&KD]>5IF8T*^,KR3S(R8?A=1'"R *]ZFJKX 47=E-F@/P.#>W1,D!Y,INY M30IU3FODZ?*_ S2]ONI\SF?D4SZCGI?TG_"O,9H3%*EZ[HGA>V)MCZ>U(:VW M<8KB?
JC\TP.8/[W\X9W-]E M:G<#$;7?P^3F826E!='2&%CE7?'UWL%X(1F(2%1?LVD$U'J_&*8>F6@*(Z> MGK+_0,!V\A U3N@LBAXQ!5O$XB0GOR1Y2.,EETS-1,82=O;((U *,W'>U7!
M,BZ"1-R,CH]"HK%,-2)92>RLDRYY50KMR2B5{MN[YA," TY%3-_^+M%$]B9 M+8P@JT'15'!O\GQ%HLL5=Q(RE8VSZ":,4,WOR:OXD)8?!ZV/G73S& I@!24Z\P]D M&:P%!.-
IPXNL77[K:^%G['3,,@2V$\YC(9_0AE$4T!7OZ^:.]0/3=W'G+X*1%6W:P'89'T$-[""MU9"@ M/_/]2&9<<&9!,\K+U-1> ^Z;W1]V;WE6C@VVK@U]SV(]W[TMLOH:MKH%]LUHX
M&=>_L75M#> \D+2%>$^]2NF'909LTWND/QB;/%9M K%$'HD]"4."?OR=:.^? M\^2DPZ -RBO3O6*!?VO:5IR6796L.+HWZ8ENN!QG^\N1[F#AO%Q=R3>FE73[
MPTYYR2^(8B4&*"]52WJM.^;4%,<_Y=0I81M]F0ON CA&=+TLLC(=6[CF%]I2 M6:5+VA@.0#VT(Q@!CA*?.O0#5P'501\G.4%$'IU<>[^$E^\) RH.!8PZ2V.J19>?DQK M@P,#-
V+P|)E;N.O)'122SG|)&V@*I?T+H'*#HJ;O!)]<6ZZ3P"JF GO4-VV MX="?AY.YDX!K8]V[YA>4-970<^],Z&7[S,4$!KJEK<]4V+%(63SO?IF;2$!@F,JX?1@FWRN/N4G\=4#YVJ MF396Q
Y*ZYM|(%*GK0ULPKC-\GR<\M";?#PM7UCC,O,?:A,;+(*9\JAC- SK3 M66;[EK!#VWK7EXY8GK0*;1-'F\Q'JR!V.%O?]"N0L&?
WIY++E,SX@3:Z>=V42#8OROA5W$SYE(F0S+5A7$Q%I6*YOU:QW: HOQ9LC[>@,Y^D;AH;H M0"V!:\#)N-RE,*"[[%_NGX7*)MA+Z(5??9 (@ZGD*Q[HF4![KM>\$&%YR^]2Z'%!=
M^)]= T!_Q.U]7@BH]/MB?1?\,Z.UZ(IMKRLINH3_6S?N27J"X<'^UI+[%-J_ M"4>K=[UE['2! (8&/&&YO]&@#-(W .$H)- JN#WE]]:JZ^YQ_L?%^H*DX7P1
MT#_T.6;FEN^=9G,":@+W#Z)WTT%3,)FYIA_T0A78R-V^>-A19.(PMU)4MKZBUO=Q5\E.I'=54[H1'C[IMJ8[WS=I-MUBOYP2=
3TI\U87"MH@;Y6MUTF0;C16|LY)M!=PG"H8%2HI;IJ507_B4E?-C MX#@PA IY45XHXZ]MC*>-[NBN=FJ*XU_M5"M;#7F-!(XR<|/LGR0LJG=B/ESH M,W(K"]-9)3UB371U
O1C@_00WP4TUE\?E!5$"P+L'"<U$2K>P/F;+.0S79DFT ML{J.P,KD=(OL9I0,;6S"T/8FD'=&87A,C*^BN)A#\&T4A-I;;["5B(FRX'N_M.3X.7_1I,WKT_$[5,:.'
OTO*:.'$^MT4AD]++)Y')3)P\TD:P6URS0>AP=F MK7AW^#7&{17@REA]HK0T=;RY>@&Z'|T/SS*"X0U?V!Q.%V2*OYO5"Q ,BD)"I[ULA M4]MF!F4[(@5,
{4D(")A2UD!,Q[+KCRD"2EK:D\V-@0M9GI66*@Q2GO]:ED$ M(RFWWD4A:51,3\]M3W%$^V(8C\.5%4Z=EM.Y-E[TCZ1GH:Q2\BI^$|_S]:(M@WY:O=MX19.(0=Z7.
[Y2>]3>Y+Z.J9Y M.63?C.1WL_NL(-OGF$'O4UNU@&W^>GBLN@-BCORFVW00MUF0PLC25\&^8]\# M.0!;>IVYOHU(7)([/L/,.K)__'Y+9D%2>DH4TQ.KU2KDAT6#3$JR
MWO<:)F6&N/RTCZU4:W=Q4)]4_ M9TD49K>W(ZTU@5='B]|I =DV&;8@H!S9/W SJ#ZGK_WY= Q'L]\H1^SB^[JW MZ!L%\(_16VJPCV5/J\6.<<1O\6*UT,&Y5P0SK$]"?
2/V5R(+RLC?/G'L'OU[M14[* NSUO9;+#P%B77A-JQ"^-9"JA@Q;QS$TXK",C#+#BQ1[I=!2]\F0:2\+ M%%*A^]R:+UM>!R$9+K*5+I>BN@9RA(;I=$C[IF=;HXG8D$3V2Q3+(UT>4\
[-08MG_%DM$# $,G>QC],KX_Q+-^+1O"3ONPY+FKE"==,*\NSC- M*-MX;A*X;;><793+_S^G2M2SWB!*<"<4"HPL$HZ+JG%R469 M!?C/ZL*K:-/4:A3STF,N*# M8\!C#K4=Z0QL?
%2"#HTBJ16-KFN@SR&GJ"F-/0@&6SSEYP'+YI+,I!SH6U'GFD#?#$P+3$P,2YH=&U02P$"% ,4 " I?0Y9I0HVI=L' ";30 # M @ W0 97@Q,"TQ,#(N:'1M4$L! A0#% @ *7T.64I#K V
M#P PVD P (:/!D &5X,3 M,3 S+FAT;5!+ 0(4 Q0 M ("E]#EDXR=*;G@\ |!P , ">8H !E>#$P+3$P M-"YH=&U02P$"% ,4 " I?0Y9&W"\<#-\ X'@4 # M@ &N. 97@Q,"TQ,#4N:'1M4$L!
A0#% @ *7T.63'LES^?& 8\D M P (:"[4 &5X,3 M,3 V+FAT;5!+ 0(4 Q0 ("E] M#EG66C'RC3@ !!5 @ , " =3- !E>#$P+3$P-RYH=&U0 M2P$"% ,4 " I?0Y9N47JJB 8 8E # @ &+!@$
M97@Q,"TQ,#@N:'1M4$L! A0#% @ *7T.619<=Y]B" 4$, H M (!U1X! &5X,S$M,2YH=&U02P$"% ,4 " I?0Y95CS+]$X(M !K0@ "@ @ %?)P$ 97@S,2TR+FAT;5!+ 0(4 Q0 (M
"E]#EG7\ZN6 04 ,,> * " =4O 0!E>#,R+3$N:'1M M4$L! A0#% @ *7T.675[\-D4$L! M A0#% @ *7T.61\H$ '-L M;F@M,C R-# V,S!?8V%L+GAM,%|+ 0(4 Q0 ("E]#EEJ4A&'_FD .\! M!P
5 " 6OD! !S;&YH+3(P,C0P-C,P7V1E9BYX;6Q02P$" M% ,4 " I?0Y9%3;79#.I ">/@D %0 @ &<3@4 &UL4$L! A0#% @ *7T.61ZDZ$[W> 8O<'-M !4 (+ O@% -L;F@M,C R-# V,S!?
<')E+GAM;%|+!08 1 $@ 2 #4$ L<08 ! end XML 104 form10-q_htm.xml IDEA: XBRL DOCUMENT 0000064463 2024-01-012024-06-30 0000064463
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name from “Mechanical Technology, Incorporated” (or “MTI”) to “Soluna Holdings, Inc.” On October 29, 2021, Soluna Callisto merged into Soluna Computing, Inc. (“SCI”), a private green data center development company. The Company formed a wholly owned subsidiary of SHI on December 31, 2023, Soluna Digital, Inc. (“Soluna Digital”, or “SDI”). Effective December 31, 2023, SHI’s previously wholly-owned subsidiary, SCI transferred substantially all of its assets to SHI or its subsidiaries. SHI currently conducts its business through its wholly-owned subsidiary, SDI.   The Company formed a wholly owned subsidiary of SHI on March 24, 2024, Soluna Cloud, Inc. (“Soluna Cloud”) an operator of cloud, and co-location or data hosting services related to HPC and AI. Soluna Clou delivers a portion of its services through the website SolunaCloud.com. The Company formed a wholly owned subsidiary of SHI on April 2, 2024, Soluna Energy, Inc. (“Soluna Energy”, or “SEI”) to own and hold its renewable energy power purchase agreements and certain related land leases for data center projects through a series of services subsidiaries.   The Company is a digital infrastructure company specializing in transforming surplus renewable energy into computing resources. Our modular data centers can co-locate with wind, solar, or hydroelectric power plants and support compute intensive applications including Bitcoin Mining, Generative AI, and Scientific Computing. This pioneering approach to data centers helps energize a greener grid while delivering cost-effective and sustainable computing solutions.   In fiscal year 2021, the Company began mining operations in Murray, Kentucky, (“Project Sophie”) and Calvert City, Kentucky, (“Project Marie”). Project Marie had performed hosting services and proprietary mining in which 10 megawatts were used for hosting services and 10 megawatts was used for proprietary mining through the end of February 2023, at which time the facility had been decommissioned. In the second quarter of fiscal year 2023, Project Sophie entered into hosting contracts with Bitcoin miners, which marked a shift in the Company’s business model at the Company’s modular data centers at Project Sophie from proprietary mining to hosting Bitcoin miners for the customers at the 25 MW facility. Currently, all of Project Sophie is performing data hosting, including an AI customer pilot during the first half of 2024. The Company has sold all of its existing Bitcoin miners at the Project Sophie site and redeployed capital. On September 17, 2022, the Company sold specified assets consisting mainly of mining equipment and other general equipment items to a buyer at its Wenatchee, Washington location, (“Project Edith”). Soluna has committed to providing certain facilities contracts at cost plus a markup to facilitate the continued operations for the sold mining assets, on behalf of the new ownership. Our Texas site (“Project Dorothy”) is located at a wind farm and has a potential for up to 100 MWs, of which the Company obtained approval from the ERCOT and energized 25 MW in May 2023 and energized another 25 MW in October 2023. The Company as of June 30, 2024, has a <span id="xdx_902_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20240630__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--DV5LComputeCoLLCMember_zwN4rQ2Y94hf" title="Ownership percentage">14.6% ownership interest in Soluna DV5L ComputeCo, LLC (“DV5L”), owner of Project Dorothy 1A, and <span id="xdx_90D_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20240630__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--DVComputeCoLLCMember_ztzO2guXW5D2" title="Ownership percentage">55% ownership interest in Soluna DV ComputeCo, LLC (“DVCC”), owner of Project Dorothy 1B, which are included within the Project Dorothy site, as discussed further in Note 15.   On June 18, 2024, Soluna AL CloudCo, LLC, a Delaware limited liability company (“CloudCo”), a subsidiary of Soluna Cloud and indirect wholly owned subsidiary of the Company entered into an HPE Support and Professional Services - Data Privacy and Security Agreement, an HPE & AI Cloud Services Agreement, a related Statement of Work, and related ancillary agreements (collectively, the “HPE Agreement”) with Hewlett Packard Enterprise Company (“HPE”). Pursuant to the HPE Agreement, HPE agreed to provide datacenter and cloud services for artificial intelligence and supercomputing processes via Nvidia H100 Graphic Processing Units (“HPE GPUs”) to CloudCo in exchange for an aggregate of $<span id="xdx_906_ecustom--ContractPriceOfDataPrivacyAndSecurityAgreementWithHPESupportAndProfessionalServices_iI_pn5n6_c20240618_ztHdW3QFAuh2" title="Security agreement with support and professional services">34.0 million, including an initial pre-payment of $10.3 million, included within Prepaid expenses and other current assets on the consolidated condensed balance sheet to be made on or before June 24, 2024. The HPE Agreement has a term of 36 months, during which monthly payments will be made for approximately $667 thousand, and the services thereunder are expandable upon agreement of the parties.   Going Concern and Liquidity   The Company’s consolidated condensed financial statements as of June 30, 2024 have been prepared using generally accepted accounting principles in the United States of America (“U.S. GAAP”) applicable to a going concern, which contemplates the realization of assets and liquidation of liabilities in the normal course of business. As shown in the accompanying condensed financial statements, the Company was in a net loss, has negative working capital, and has significant outstanding debt as of June 30, 2024. These factors, among others indicate that there is substantial doubt about the Company’s ability to continue as a going concern within one year after issuance of these condensed financial statements as of June 30, 2024, or August 14, 2024.   Soluna MC Borrowing 2021-1 (the “Borrower”), received a Notice of Acceleration and Repossession (the “NYDIG Notice”) from NYDIG ABL LLC (“NYDIG”) with respect to the Master Equipment Finance Agreement, dated as of December 30, 2021 (the “MEFA”), by and between Borrower and NYDIG. The NYDIG Notice states that (a) Borrower failed to observe or perform certain covenants, conditions or agreements contained in the MEFA and such failure continued unremedied for a period of ten days after Borrower’s knowledge of such breach, which resulted in an event of default under the MEFA, and (b) Borrower defaulted under the guaranty, collateral agreement, or other support agreement, which resulted in an event of default under the MEFA. In addition, the NYDIG Notice states that Borrower failed to pay certain payments of principal and interest under the MEFA when due, which failure also constituted an event of default under the MEFA. As a result of the foregoing events of default, and pursuant to the MEFA, NYDIG (x) declared the principal amount of all loans due and owing under the MEFA and all accompanying Loan Documents (as defined in the MEFA) to be due and immediately payable, (y) imposed a default rate of interest on any outstanding principal amount of each loan (together with all then unpaid interest accruing thereon) and all other obligations under the MEFA and the Loan Documents, and (z) demanded the return of all equipment subject to the MEFA and the Loan Documents. The obligations of Borrower under the MEFA and reflected in the NYDIG Notice were ring-fenced to Borrower and its direct parent company, Soluna MC LLC.   On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, which resulted in a reportable disposition of all of the Company’s mining assets at the site and certain of the operating assets of Project Marie. The total net book value of the collateralized assets that were repossessed totaled approximately $3.4 million. Additionally, NYDIG has stated its intention to pursue SCI, the parent company of Soluna MC, LLC (“Guarantor”), under a piercing of the corporate veil claim relating to the Guarantor together with Borrower, (“NYDIG Defendants”) debts and liabilities under the loan documents. SCI denies any such liability and has filed a complaint for a declaratory judgment against NYDIG in the Eighth Judicial District Court in Clark County, Nevada on March 16, 2023, seeking a declaratory judgment as to such matter. NYDIG filed a motion to dismiss in response to SCI’s declaratory judgment complaint on April 13, 2023. SCI filed a response in opposition to NYDIG’s motion to dismiss on April 27, 2023. The court heard oral arguments on May 16, 2023. On June 22, 2023, the court issued an order granting NYDIG’s motion to dismiss, on the basis that the case was not ripe for decision, without prejudice. SCI intends to continue to vigorously defend any allegations regarding liability on account of NYDIG Defendants’ debts and liabilities to NYDIG under their loan documents and intends to refile a declaratory judgment complaint against NYDIG. As of June 30, 2024, the Borrower has an outstanding principal balance of approximately $9.2 million and accrued interest and penalties of approximately $1.5 million. See Note 10 for further information in relation to the NYDIG litigation matter.   The ability to continue as a going concern is dependent upon the Company generating profitable operations in the future and/or obtaining the necessary financing to meet its obligations and repay its liabilities arising from normal business operations when they come due. In the near term, management is evaluating and implementing different strategies to obtain financing to fund the Company’s expenses and growth to achieve a level of revenue adequate to support the Company’s current cost structure. Financing strategies may include, but are not limited to, stock issuances, project level equity, debt borrowings, partnerships and/or collaborations. If the Company is unable to meet its financial obligations, it could be forced to restructure or refinance, seek additional equity capital or sell its assets. The Company might then be unable to obtain such financing or capital or sell its assets on satisfactory terms. There can be no assurance that additional financing will be available to the Company when needed or, if available, that it can be obtained on commercially reasonable terms. If the Company is not able to obtain the additional financing on a timely basis, if and when it is needed, it will be forced to delay or scale down some or all of its development activities or perhaps even cease the operation of its business.   In addition to the Company’s cash on hand for available use of approximately $9.6 million as of June 30, 2024, the Company will need additional capital raising activities, to meet its capital expenditure needs for its current pipeline and other operational needs. The Company in fiscal year 2024 will continue to look to evaluate different strategies to obtain financing to fund operations. However, management cannot provide any assurances that the Company will be successful in accomplishing additional financing or any of its other plans. These financial statements do not include any adjustments related to the recoverability and classification of assets or the amounts and classification of liabilities that might be necessary should the Company be unable to continue as a going concern.   0.1460.5534000000.010300000The HPE Agreement has a term of 36 months, during which monthly payments will be made for approximately $667 thousand, and the services thereunder are expandable upon agreement of the parties340000092000001500000960000 2. Basis of Presentation   In the opinion of management, the Company’s condensed consolidated financial statements reflect all adjustments, which are of a normal recurring nature, necessary for a fair statement of the results for the periods presented in accordance with United States of America’s Generally Accepted Accounting Principles (“U.S. GAAP”). The results of operations for the interim periods presented are not necessarily indicative of results for the full year.   Certain information and footnote disclosures normally included in the annual consolidated financial statements prepared in accordance with U.S. GAAP have been condensed or omitted. These unaudited condensed consolidated financial statements should be read in conjunction with the Company’s audited consolidated financial statements and notes thereto included in the Company’s Annual Report on Form

10-K for the year ended December 31, 2023 (“the Annual Report”).   The information presented in the accompanying condensed consolidated balance sheet as of December 31, 2023 has been derived from the Company’s audited consolidated financial statements. All other information has been derived from the Company’s unaudited condensed consolidated financial statements for the three and six months ended June 30, 2024 and June 30, 2023.   Principles of Consolidation   The condensed consolidated financial statements include the accounts of the Company and its subsidiaries, including the Company’s variable interest entities disclosed in Note 15. All intercompany balances and transactions are eliminated in consolidation.   Reverse Stock Split   On October 11, 2023, the Company filed a Certificate of Change (the “Certificate of Change”) effecting a reverse stock split as of 5:00 p.m. Eastern Standard Time on October 13, 2023 with a ratio of 1-for-25 (the “Reverse Split”). The Company’s common stock began trading on a post-split basis under the Company’s existing trading symbol, “SLNH,” when the market opened on October 16, 2023. The reverse stock split was approved by the Board of Directors and by shareholders at the annual meeting of the stockholders on June 29, 2023. At the effective time, every 25 issued and outstanding shares of the Company common stock was converted automatically into one share of the Company’s common stock without any change in the par value per share. The Reverse Split did not change the number of shares of common stock authorized for issuance. No fractional shares were outstanding following the Reverse Split. Any holder who would have received a fractional share of common stock was automatically entitled to receive an additional fraction of a share of common stock to round up to the next whole share.   The primary goal of the Reverse Stock Split was to increase the per share price of the Common Stock in order to meet the minimum per share price requirement of $1.00 for continued listing on the Nasdaq. On October 30, 2023, the Company received a notice of compliance from NASDAQ.   In addition, effective as of the same time as the Reverse Split, proportionate adjustments were made to all then-outstanding equity awards, warrants and convertible securities with respect to the number of shares of common stock subject to such award or security and the exercise or conversion price thereof. Furthermore, the number of shares of common stock available for issuance under the Company’s equity incentive plans has been proportionately adjusted for the Reverse Split ratio, such that fewer shares will be subject to such plans. Furthermore, proportionate adjustments were made to the conversion factor at which the Company’s Series B Preferred Stock, par value $<span id="xdx_904_eus-gaap--PreferredStockParOrStatedValuePerShare_iI_pid_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zMOmlxq2eKu5" title="Preferred stock, par value">0.0001 per share (the “Series B Preferred Stock”), may be converted to Common Stock. The total number of shares of Series B Preferred Stock of the Company authorized for issuance remained at <span id="xdx_900_eus-gaap--PreferredStockSharesAuthorized_iI_pid_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zX7fdcZkAoOk" title="Preferred stock, shares authorized">187,500.   The effects of the Reverse Stock Split have been reflected in these financial statements and the accompanying footnotes for all periods presented, which includes adjusting the description of any activity that may have been transacted on a pre-Reverse Stock Split basis.   Cash and Cash Equivalents   Cash and cash equivalents consist of cash and highly liquid short-term investments with original maturities of less than three months.   Restricted Cash   Restricted cash relates to cash that is legally restricted as to withdrawal and usage or is being held for a specific purpose and thus not available to the Company for immediate or general business use. As of June 30, 2024, the Company had restricted cash of approximately $3.0 million, in which $2.0 million was classified as current and $1.0 million was classified as non-current. As of December 31, 2023, the Company had restricted cash of approximately $4.0 million, in which $3.0 million was classified as current and $1.0 million was classified as non-current. The balance in restricted cash relates to funds held in escrow accounts due to sales of equipment that were executed, in which the Company can release to the convertible noteholders only if they request their share of funds. If no funds are distributed to the convertible noteholders from the escrow account by January 24, 2025, the funds may be used for general purposes for the Company. In addition, there was a restricted deposit held with a customer that was for less than 12 months. The Company has a long-term restricted cash balance in relation to a collateralized deposit.   Deposits and Credits on equipment   As of June 30, 2024 and December 31, 2023, the Company had approximately $3.1 million and $1.0 million, respectively, in deposits and credits on equipment that had not yet been received by the Company. Once the Company receives such equipment in the subsequent period, the Company will reclassify such balance into Property, Plant, and Equipment. Included in these balances is a credit on equipment of $975 thousand which is restricted to be used on future purchases by September 1, 2024 (“expiration date”). The Company notes that if an order is not executed by the expiration date, the credit would be forfeited. The Company intends to utilize the full credit balance for future orders prior to the expiration date.   Warrant Liability   Under the guidance in ASC 815, Derivatives and Hedging (ASC 815), certain Company warrants associated with the Fourth Amendment on February 28, 2024 did not meet the criteria for equity treatment, due to being subject to shareholder approval. As such, the warrants were recorded on the balance sheet at fair value. This valuation was subject to re-measurement at each balance sheet date. With each re-measurement, the warrant valuation was adjusted to fair value, with the change in fair value recognized in the Company’s condensed consolidated statement of operations. On May 30, 2024, shareholder approval was obtained removing the cap containment provision, and as such, the liability accounting treatment was no longer required. Since all other criteria were met to be treated as an equity, the Company adjusted the warrant liability as of the date of shareholder approval and reclassified balance to equity. As such, the Company accounted for the change in the fair value of the warrant liability as of the date of the shareholder approval (May 30, 2024).   As discussed in Footnote 8, on June 20, 2024, Soluna AL Cloudco, LLC (the “Company”), a subsidiary of Soluna Cloud, Inc (“Cloud”), entered into a Promissory Note Agreement of $12.5 million with an accredited investor. In consideration of entering into the promissory note, Cloud provided warrants to the accredited investor. Since the warrants were determined to not be indexed to the Company’s own stock under ASC 815-40-15, and since the warrants to be delivered upon exercise are not readily convertible to cash, they do not meet the net settlement criteria within ASC 815-10-15-83. While Soluna Holdings, Inc is publicly traded, the shares provided are specific to Soluna Cloud, Inc, which is a subsidiary of Soluna Holdings, Inc. The shares of Soluna Cloud, Inc are not publicly traded and therefore the common stock underlying the warrant is not readily convertible to cash. Further evaluation of the Warrants under ASC 815-10 was required to determine if the Warrants meet the definition of a derivative. Since the warrants do not meet the definition of a derivative instrument, the warrants are classified as a liability that are required to be adjusted to fair market value.   Reclassification   Certain prior year amounts have been reclassified for consistency with the current year presentation. These reclassifications had no effect on the reported results of operations or net assets.   <p id="xdx_844_ecustom--ErrorCorrectionPolicyTextBlock_ztlMjHuFjsYi" style="font: 10pt Times New

Roman, Times, Serif; text-align: left; margin: 0pt 0pt 0pt 0">Correction of an Error   While preparing the Company's Form 10-K for the year ended December 31, 2023, the Company identified the following errors related to the presentation of basic and diluted Earnings Per Share ("EPS") in its historical filing for the year ended December 31, 2022, and for the quarters ended March 31, 2023, June 30, 2023, and September 30, 2023:   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.75in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.25in">●</td> <td style="font: 10pt Times New Roman, Times, Serif">Inclusion of the net income/loss from noncontrolling interest in the numerator;</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif">●</td> <td style="font: 10pt Times New Roman, Times, Serif">Inclusion of the cumulative undeclared preferred dividends in the numerator;</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif">●</td> <td style="font: 10pt Times New Roman, Times, Serif">Exclusion of shares issued for little or no cash consideration (ie: penny warrants) in the denominator.</td></tr> </table>   In accordance with SEC Staff Accounting Bulletin No. 99, "Materiality," and SEC Staff Accounting Bulletin No. 108, "Considering the Effects of Prior Year Misstatements when Quantifying Misstatements in Current Year Financial Statements;" the Company evaluated the errors and has determined that the related impacts were not material to any prior annual or 10-Q report, but that correcting the cumulative impact of such errors would be significant to our EPS for the year ended December 31, 2023. Accordingly, the Company has corrected such immaterial errors by adjusting its December 31, 2022 consolidated statement of operations related to the calculation of earnings per share. The Company also corrected previously reported interim financial information for such immaterial errors in future filings, as applicable. The following summarizes the effect of the revision on each financial statement line item.   The following analysis provides a comparison amongst the basic and diluted EPS as reported on the Form 10-Q for the quarters ended June 30, 2023, and September 30, 2023, and the final revised basic and diluted EPS calculation to correct all identified errors: Schedule of Error Corrections of Basic and Diluted EPS <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td> <td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="10" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">For the three months ended
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All intercompany balances and transactions are eliminated in consolidation.   Reverse Stock Split   On October 11, 2023, the Company filed a Certificate of Change (the "Certificate of Change") effecting a reverse stock split as of 5:00 p.m. Eastern Standard Time on October 13, 2023 with a ratio of 1-for-25 (the "Reverse Split"). The Company's common stock began trading on a post-split basis under the Company's existing trading symbol, "SLNH," when the market opened on October 16, 2023. The reverse stock split was approved by the Board of Directors and by shareholders at the annual meeting of the stockholders on June 29, 2023. At the effective time, every 25 issued and outstanding shares of the Company common stock was converted automatically into one share of the Company's common stock without any change in the par value per share. The Reverse Split did not change the number of shares of common stock authorized for issuance. No fractional shares were outstanding following the Reverse Split. Any holder who would have received a fractional share of common stock was automatically entitled to receive an additional fraction of a share of common stock to round up to the next whole share.   The primary goal of the Reverse Stock Split was to increase the per share price of the Common Stock in order to meet the minimum per share price requirement of $1.00 for continued listing on the Nasdaq. On October 30, 2023, the Company received a notice of compliance from NASDAQ.   In addition, effective as of the same time as the Reverse Split, proportionate adjustments were made to all then-outstanding equity awards, warrants and convertible securities with respect to the number of shares of common stock subject to such award or security and the exercise or conversion price thereof. Furthermore, the number of shares of common stock available for issuance under the Company's equity incentive plans has been proportionately adjusted for the Reverse Split ratio, such that fewer shares will be subject to such plans. Furthermore, proportionate adjustments were made to the conversion factor at which the Company's Series B Preferred Stock, par value $<span id="xdx_904_eus-gaap--PreferredStockParOrStatedValuePerShare_iI_pid_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zMOmlxg2eKu5" title="Preferred stock, par value">0.0001 per share (the "Series B Preferred Stock"), may be converted to Common Stock. The total number of shares of Series B Preferred Stock of the Company authorized for issuance remained at <span id="xdx_900_eus-gaap--PreferredStockSharesAuthorized_iI_pid_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zX7TdcZkAoOk" title="Preferred stock, shares authorized">187,500.   The effects of the Reverse Stock Split have been reflected in these financial statements and the accompanying footnotes for all periods presented, which includes adjusting the description of any activity that may have been transacted on a pre-Reverse Stock Split basis.   1-for-25every 25 issued and outstanding shares of the Company common stock was converted automatically into one share of the Company's common stock without any change in the par value per share1,000.0001187500 Cash and Cash Equivalents   Cash and cash equivalents consist of cash and highly liquid short-term investments with original maturities of less than three months.   Restricted Cash   Restricted cash relates to cash that is legally restricted as to withdrawal and usage or is being held for a specific purpose and thus not available to the Company for immediate or general business use. As of June 30, 2024, the Company had restricted cash of approximately $3.0 million, in which $2.0 million was classified as current and $1.0 million was classified as non-current. As of December 31, 2023, the Company had restricted cash of approximately $4.0 million, in which $3.0 million was classified as current and $1.0 million was classified as non-current. The balance in restricted cash relates to funds held in escrow accounts due to sales of equipment that were executed, in which the Company can release to the convertible noteholders only if they request their share of funds. If no funds are distributed to the convertible noteholders from the escrow account by January 24, 2025, the funds may be used for general purposes for the Company. In addition, there was a restricted deposit held with a customer that was for less than 12 months. The Company has a long-term restricted cash balance in relation to a collateralized deposit. <p style="font: 10pt Times New

Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify; background-color: white"> 3000000.02000000.01000000.04000000.03000000.01000000.0 Deposits and Credits on equipment   As of June 30, 2024 and December 31, 2023, the Company had approximately $3.1 million and $1.0 million, respectively, in deposits and credits on equipment that had not yet been received by the Company. Once the Company receives such equipment in the subsequent period, the Company will reclassify such balance into Property, Plant, and Equipment. Included in these balances is a credit on equipment of $975 thousand which is restricted to be used on future purchases by September 1, 2024 ("expiration date"). The Company notes that if an order is not executed by the expiration date, the credit would be forfeited. The Company intends to utilize the full credit balance for future orders prior to the expiration date.   3100000010000000.0975000 Warrant Liability   Under the guidance in ASC 815, Derivatives and Hedging (ASC 815), certain Company warrants associated with the Fourth Amendment on February 28, 2024 did not meet the criteria for equity treatment, due to being subject to shareholder approval. As such, the warrants were recorded on the balance sheet at fair value. This valuation was subject to re-measurement at each balance sheet date. With each re-measurement, the warrant valuation was adjusted to fair value, with the change in fair value recognized in the Company's condensed consolidated statement of operations. On May 30, 2024, shareholder approval was obtained removing the cap containment provision, and as such, the liability accounting treatment was no longer required. Since all other criteria were met to be treated as an equity, the Company adjusted the warrant liability as of the date of shareholder approval and reclassified balance to equity. As such, the Company accounted for the change in the fair value of the warrant liability as of the date of the shareholder approval (May 30, 2024).   As discussed in Footnote 8, on June 20, 2024, Soluna AL Cloudco, LLC (the "Company"), a subsidiary of Soluna Cloud, Inc ("Cloud"), entered into a Promissory Note Agreement of $12.5 million with an accredited investor. In consideration of entering into the promissory note, Cloud provided warrants to the accredited investor. Since the warrants were determined to not be indexed to the Company's own stock under ASC 815-40-15, and since the warrants to be delivered upon exercise are not readily convertible to cash, they do not meet the net settlement criteria within ASC 815-10-15-83. While Soluna Holdings, Inc is publicly traded, the shares provided are specific to Soluna Cloud, Inc, which is a subsidiary of Soluna Holdings, Inc. The shares of Soluna Cloud, Inc are not publicly traded and therefore the common stock underlying the warrant is not readily convertible to cash. Further evaluation of the Warrants under ASC 815-10 was required to determine if the Warrants meet the definition of a derivative. 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10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">Accounts receivables consist of the following at: Schedule of Accounts Receivable <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands) </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20240630_zsLxI1Ou38ul" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30,
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background-color: White"> <td style="text-align: left">Proprietary mining Coinbase receivable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">98</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">216</td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--AccountsReceivableGrossCurrent_iI_pn3n3_hus-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__custom--OtherReceivableMember_zUr2tXzWIJv7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Other</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">244</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__custom--OtherReceivableMember_zUZRPy3JGiL2" style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Accounts receivables, gross</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">244</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--AllowanceForDoubtfulAccountsReceivableCurrent_iNI_pn3n3_di_zrampBrVw4Fc" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Allowance for expected credit losses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(244</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; 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In the three months ended June 30, 2024, one of the Company's borrower from a note receivable was having financial difficulty and securing financing, as such the Company fully reserved the note balance and incurred a provision on credit loss of approximately $244 thousand.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> </p> <p id="xdx_892_eus-gaap--ScheduleOfAccountsNotesLoansAndFinancingReceivableTextBlock_zR66akMj5eSf" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">Accounts receivables consist of the following at:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> Schedule of Accounts Receivable</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20240630_zsLxI1Ou38ul" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30,
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 </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">2,456</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--AccountsReceivableGrossCurrent_iI_pn3n3_hus-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__custom--RelatedPartyReceivableMember_zxhsdS5NSJ02" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Related party receivable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">8</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">8</td><td style="text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--AccountsReceivableGrossCurrent_iI_pn3n3_hus-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__custom--DemandResponseServiceReceivableMember_zzRen0mJtSc1" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Demand response service receivable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,436</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">268</td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--AccountsReceivableGrossCurrent_iI_pn3n3_hus-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__custom--ProprietaryMiningCoinbaseReceivableMember_zgmedDRB8kZi" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Proprietary mining Coinbase receivable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">98</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">216</td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--AccountsReceivableGrossCurrent_iI_pn3n3_hus-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__custom--OtherReceivableMember_zUr2tXzWIJv7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Other</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">244</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--AccountsReceivableGrossCurrent_iI_pn3n3_hus-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__custom--OtherReceivableMember_zUZRPy3JGiL2" style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Accounts receivables, gross</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">244</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--AllowanceForDoubtfulAccountsReceivableCurrent_iNI_pn3n3_di_zrampBrVw4Fc" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Allowance for expected credit losses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(244</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">-</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--AccountsReceivableNetCurrent_iI_pn3n3_zW9blOkNCwNe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,434</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,948</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--AccountsReceivableNetCurrent_iI_pn3n3_z2ya3ltAJan5" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; padding-bottom: 2.5pt">Accounts receivables, net</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">3,434</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">2,948</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr></table> 18920002456000080008000143600026800098000216000244000244000244000343400029480003434000294800024400002440000<p id="xdx_802_eus-gaap--PropertyPlantAndEquipmentDisclosureTextBlock_zhrRRonJuF03" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt">4. Property, Plant and Equipment</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0.5in; text-indent: -0.5in"> </p> <p id="xdx_894_eus-gaap--PropertyPlantAndEquipmentTextBlock_zq4okM45Yi8k" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">Property, plant and equipment consist of the following at:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> Schedule of Plant And Equipment</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49F_20240630_zjUewB1nYYI9" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td colspan="2" id="xdx_495_20231231_zmQiD4DNI3Ni" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_401_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--LandAndLandImprovementsMember_z3vMD3FDqCRe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 68%; text-align: left">Land and land improvements</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="width: 12%; text-align: right">1,553</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">1,538</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--BuildingsAndLeaseholdImprovementsMember_zYgPoo7SIV9h" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Buildings and leasehold improvements</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">25,361</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">25,369</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--ComputersAndRelatedSoftwareMember_zv2OdlCQg8B4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Computers and related software</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11,456</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11,764</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--MachineryAndEquipmentMember_zgOjMJNcLbtd" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Machinery and

equipment</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,104</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,054</td><td style="text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--OfficeFurnitureAndFixturesMember_zltioNgxToQ4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Office furniture and fixtures</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">35</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">28</td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--ConstructionInProgressMember_zZNeXe9Ik13h" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Construction in progress</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">817</td><td style="padding-bottom: 1.5pt; text-align: left"> </td> <td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,111</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_maPPAENz06g_zysCG0L9NRBh" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Property, plant and equipment, gross</td><td> </td> <td style="text-align: left"> </td> <td style="text-align: right">48,326</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">48,864</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment_iNI_pn3n3_di_msPPAENz06g_zCH5aot7ipkd" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: Accumulated depreciation</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(6,854</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,292</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_401_eus-gaap--PropertyPlantAndEquipmentNet_iTI_pn3n3_mtPPAENz06g_zfGqXFFfdA1h" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Property, plant and equipment, net</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">41,472</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">44,572</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Depreciation expense was approximately $1.5 million and $547 thousand for the three months ended June 30, 2024 and 2023, respectively. Depreciation expense was approximately $3.1 million and $1.2 million for the six months ended June 30, 2024 and 2023, respectively   The Company had a loss on sale of equipment of approximately $21 thousand for both the three and six months ended June 30, 2024, in which related to equipment held for sale and in storage. The Company received proceeds on the sale of equipment $145 thousand for the three months ended June 30, 2024, in which the net book value was approximately $<span id="xdx_900_eus-gaap--AssetsHeldForSaleNotPartOfDisposalGroup_iI_pn3n3_c20240630__us-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--EquipmentMember_z9HbsnUBrknj" title="Net book value of equipment">166 thousand. The Company received proceeds on the sale of equipment of approximately $215 thousand for the six months ended June 30, 2024, in which the net book value was approximately $<span id="xdx_90E_eus-gaap--AssetsHeldForSaleNotPartOfDisposalGroup_iI_pn3n3_c20240630__us-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--EquipmentOneMember_zlf8hNX9HaT4" title="Net book value of equipment">236 thousand.   The Company has a gain on sale of equipment of approximately $48 thousand for the three months ended June 30, 2023 and a loss on sale of equipment of approximately $31 thousand for the six months ended June 30, 2023. In January 2023, the Company sold M20 and M21 miners for a loss on sale of equipment of approximately $82 thousand in which the Company received proceeds of $213 thousand for our M20 and M21 miners which were previously reported as held for sale as of December 31, 2022, in which had a net book value of $<span id="xdx_90A_eus-gaap--AssetsHeldForSaleNotPartOfDisposalGroup_iI_pn3n3_c20221231__us-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--MTwentyAndMTwentyOneMinersMember_ziDGSg5uNDfj" title="Net book value of equipment">295 thousand. There were additional proceeds of $36 thousand in March 2023, in which resulted in a gain of approximately $<span id="xdx_90F_eus-gaap--GainsLossesOnSalesOfAssets_pn3n3_c20230301__20230331__us-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--ScrapAndOtherEquipmentMember_zYorZOwDa56d" title="Gain on sale of scrap and other equipment">3 thousand of scrap and other equipment. This was offset with a gain on sale of approximately $48 thousand in relation to the sale of M30 miners in May and June of 2023, which the Company sold the miners for a higher value than the current net book value. The Company received proceeds of approximately $561 thousand in which the miners had a net book value of approximately $<span id="xdx_90C_eus-gaap--AssetsHeldForSaleNotPartOfDisposalGroup_iI_pn3n3_c20230630__us-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--MTwentyAndMTwentyOneMinersMember_zKtTAiVtCnb1" title="Net book value of equipment">513 thousand. In addition, the Company sold Switchgear and M31 miners for cash proceeds of approximately $<span id="xdx_905_eus-gaap--ProceedsFromSaleOfProductiveAssets_pn3n3_c20230101__20230630__us-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--SwitchgearAndM31Member_zklfLwTSiYcl" title="Proceeds from sale">476 thousand in which <span id="xdx_90A_eus-gaap--GainsLossesOnSalesOfAssets_pn3n3_do_c20230101__20230630__us-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--SwitchgearAndM31Member_zOp28Fs2ZZDd" title="Loss on sale of equipment">no gain or loss was recognized as the switchgear and miners were sold at net book value.   There were no impairment charges for the three months ended June 30, 2024. During the six months ended June 30, 2024, the Company had impairment charges of approximately $130 thousand. This charge related to the sale of S19 miners that occurred in April 2024, whereas the Company wrote down the net book value of the miners to the subsequent sales price. The Company had impairment charges of approximately $169 thousand for the three months ended June 30, 2023 due to revaluing the S19 miners to the current market conditions. During the six months ended June 30, 2023, the Company had impairment charges of approximately $377 thousand in which related to impairment of approximately $165 thousand for power supply units (PSUs) at the Sophie location and $43 thousand for M31 miners in which were subsequently sold in April 2023, in which the Company wrote down the net book value to subsequent sale price.   <span style="font-family: Times New Roman,

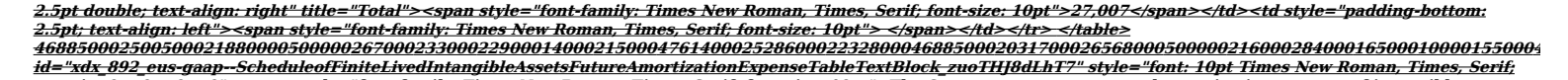
Roman, Times, Serif; font-size: 10pt">Equipment held for sale   In April 2023, Project Sophie entered into a 25 MW hosting contract with a sustainability-focused Bitcoin miner, which shifted the Company's business model at Project Sophie from proprietary mining to hosting Bitcoin miners for the customer. The Company sold all but approximately $107 thousand of the Project Sophie miners during 2023 and, for the six months ended, June 30, 2024, the Company has sold all remaining Sophie assets held for sale for approximately $82 thousand. In March 2024, Project Dorothy 1B began to look to sell certain miners due to interest from third parties and sold $133 thousand of miners that were included as equipment held for sale as of March 31, 2024, therefore there is no remaining balance related to Dorothy 1B as of June 30, 2024. A balance of approximately $28 thousand in remaining outstanding as of June 30, 2024 related to Marie assets.   Property, plant and equipment consist of the following at: Schedule of Plant And Equipment <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%">
<tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td><td colspan="2" id="xdx_49F_20240630_zjUewB1nYYI9" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20231231_zmQiD4DNI3Ni" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_401_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--LandAndLandImprovementsMember_z3vMD3FDqCRe" style="vertical-align: bottom; background-color: rgb(204,238,255)">
<td style="width: 68%; text-align: left">Land and land improvements</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">1,553</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="width: 12%; text-align: right">1,538</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--BuildingsAndLeaseholdImprovementsMember_zYgPoo7SIV9h" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Buildings and leasehold improvements</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">25,361</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">25,369</td><td style="text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--ComputersAndRelatedSoftwareMember_zv2OdlCQg8B4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Computers and related software</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11,456</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11,764</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--MachineryAndEquipmentMember_zgOjMJNcLbtd" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Machinery and equipment</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,104</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,054</td><td style="text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__custom--OfficeFurnitureAndFixturesMember_zltioNgxToQ4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Office furniture and fixtures</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">35</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">28</td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_hus-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--ConstructionInProgressMember_zZNeXe9Ik13h" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Construction in progress</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">817</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,111</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_maPPAENz06g_zysCG0L9NRBh" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Property, plant and equipment, gross</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">48,326</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">48,864</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment_iNI_pn3n3_di_msPPAENz06g_zCH5aot7ipkd" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: Accumulated depreciation</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(6,854</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,292</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_401_eus-gaap--PropertyPlantAndEquipmentNet_iTI_pn3n3_mtPPAENz06g_zfGqXFFfdA1h" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Property, plant and equipment, net</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">41,472</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">44,572</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>
1553000153800025361000253690001145600011764000910400090540003500028000817000111100048326000048864000685400042920004147200044572000150000054700035
id="xdx_80E_eus-gaap--AssetAcquisitionTextBlock_zryZibcNUigg" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt">5. Asset Acquisition   As discussed above, on October 29, 2021, we completed the Soluna Callisto acquisition pursuant to an Agreement and Plan of Merger dated as of August 11, 2021, by and among the Company, SCI and Soluna Callisto (the "Merger Agreement"). The purpose of the transaction was for SCI to acquire substantially all of the assets (other than those assets physically located in Morocco) formerly held by HEL, which assets consisted of Soluna Callisto's existing pipeline of certain cryptocurrency mining projects that HEL previously transferred to Soluna Callisto and to provide SCI with the opportunity to directly employ or retain the services of four individuals whose services it had retained through HEL prior to the merger. As a result of the merger, <span id="xdx_901_eus-gaap--BusinessAcquisitionEquityInterestIssuedOrIssuableDescription_c20210811__20210811__us-gaap--BusinessAcquisitionAxis__custom--SolunaCallistoMember_zoBddLPMJX67" title="Merger shares issuable description">each share of common stock of Soluna Callisto issued and outstanding immediately prior to the effective time of the merger, other than shares owned by the Company or any of our subsidiaries, was canceled and converted into

the right to receive a proportionate share of up to <span id="xdx_907_eus-gaap--BusinessAcquisitionEquityInterestsIssuedOrIssuableNumberOfSharesIssued_pid_c20210811__20210811__us-gaap--BusinessAcquisitionAxis__custom--SolunaCallistoMember__srt--RangeAxis__srt--MaximumMember_zeWy8gog1cih" title="Merger shares issuable">118,800 shares (the "Merger Shares") of the Company's common stock payable upon the achievement of certain milestones within five years after the effective date in the merger, as set forth in the merger agreement and the schedules thereto (the "Merger Consideration"). See Note 11 for further information regarding our relationship with HEL.   The acquisition was accounted for, for purposes of U.S. GAAP, using the asset acquisition method of accounting under the ASC 805-50. We determined that we acquired in the acquisition a group of similar identifiable assets (primarily, the "strategic pipeline contract" of certain cryptocurrency mining projects), which it classified as an intangible asset for accounting purposes. As a result, our acquisition of the set of assets and activities constituted an asset acquisition, as opposed to a business acquisition, under ASC 805. ASC 805-50 provides that assets acquired in an asset acquisition are measured based on the costs of the acquisition, which is the consideration that the acquirer transfers to the seller and includes direct transaction costs related to the acquisition. We include Soluna Callisto's results of operations in our results of operations beginning on the effective date of the acquisition.   Merger Consideration   The fair value of the Merger Consideration includes various assumptions, including those related to the allocation of the estimated value of the maximum number of Merger Shares (<span id="xdx_90A_eus-gaap--BusinessAcquisitionEquityInterestsIssuedOrIssuableNumberOfSharesIssued_pid_c20210811__20210811__us-gaap--BusinessAcquisitionAxis__custom--SolunaCallistoMember__srt--RangeAxis__srt--MaximumMember_zIFTgXVrtuua" title="Shares issuable">118,800) issuable as Merger Consideration, which issuance is contingent on the achievement of certain milestones of generating active Megawatts from Qualified Projects in which the Cost Requirement is satisfied within five years after the effective date of the merger, as set forth in the Merger Agreement and the schedules thereto, as set forth below. The Merger Consideration and the timing of the payment thereof is subject to the following qualifications and limitations: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.5in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top; width: 0.5in">1a)</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"><span id="xdx_906_eus-gaap--BusinessCombinationContingentConsiderationArrangementsDescription_c20210811__20210811__us-gaap--BusinessAcquisitionAxis__custom--SolunaCallistoMember__us-gaap--ContingentConsiderationByTypeAxis__custom--ConditionOneMember_z1ikAXtS1ytg" title="Business acquisition description of acquired entity">Upon the Company achieving each one active MegaWatts ("Active MWs") from the projects in which the cost requirement is satisfied, this will cause SHI to issue to HEL 792 shares for each one MW up to a maximum 150 Active MW.</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.75in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top; width: 0.25in">i.</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"><span id="xdx_909_eus-gaap--BusinessCombinationContingentConsiderationArrangementsDescription_c20210811__20210811__us-gaap--BusinessAcquisitionAxis__custom--SolunaCallistoMember__us-gaap--ContingentConsiderationByTypeAxis__custom--ConditionTwoMember_z0ClZdq7WCtk" title="Business acquisition description of acquired entity">If, on or before June 30, 2022, SCI or Soluna Callisto directly or indirectly achieves at least 50 active MWs from one or more of three current projects as set forth in the Merger Agreement that satisfy the Cost Requirement as defined within the Merger Agreement, then the Merger Shares will be issued at an accelerated rate of 1,188 Merger Shares for each of such first 50 Active MW, such that the Merger Shares in respect of the remaining 100 Active MWs (if any) will be issued at a reduced rate of 594 Merger Shares per Active MW (see below for extension and issuance of a proportion of shares);</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top">ii.</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"><span id="xdx_907_eus-gaap--BusinessCombinationContingentConsiderationArrangementsDescription_c20210811__20210811__us-gaap--BusinessAcquisitionAxis__custom--SolunaCallistoMember__us-gaap--ContingentConsiderationByTypeAxis__custom--ConditionThreeMember_zBDPybrhddrj" title="Business acquisition description of acquired entity">If, by June 30, 2023, SCI or Soluna Calisto fail to achieve directly or indirectly (other than pursuant to a Portfolio Acquisition) at least 50 Active MW from Projects that satisfy the Cost Requirement, then the maximum aggregate number of Merger Shares shall be reduced from 118,800 to 59,400 (see below for extension and issuance of a proportion of shares);</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top">iii.</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">No Merger Shares will be issued to HEL without the Company's prior written consent;</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top">iv.</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">Issuance of the Merger Shares will also be subject to the continued employment with or engagement by SCI or the surviving corporation of (A) John Belizaire and (B) at least two of Dipul Patel, Mohammed Larbi Loudiyi, (through ML&K Contractor), and Phillip Ng at the time that such Merger Shares are earned. If both (A) and (B) cease to be satisfied on or prior to the date that all Merger Shares are earned (such date, a "Trigger Date"), then "Qualified Projects" for purposes of determining Merger Shares shall only apply to those Qualified Projects that are in the pipeline as of the Trigger Date. For these purposes, if any such individual's employment or service relationship with SCI is terminated without cause, as a result of his death or disability, or with good reason (as such terms are defined in the employment and consulting agreements), such individual shall be deemed to continue to be employed or engaged by SCI for these purposes;</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.75in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top; width: 0.25in">v.</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">If SHI or SCI consummates a Change of Control before the fifth anniversary of the date of the closing of the merger, then we will be obligated to issue all of the unissued Merger Shares (subject to (ii) and (iii) above). The Merger Agreement defines "Change of Control" as (A) the sale, exchange, transfer, or other disposition of all or substantially all of the assets of us or SCI, (B) our failure to continue to own (directly or indirectly) <span id="xdx_905_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20240630__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--SolunaMember_z3A1nA8XoLz6" title="Ownership percentage">100% of the outstanding equity securities of SCI and/or the surviving corporation, or (C) a merger, consolidation, or other transaction in which the holders of SHI's, SCI's, or the surviving corporation's outstanding voting securities immediately prior to such transaction own, immediately after such transaction, securities representing less than <span id="xdx_907_eus-gaap--BusinessAcquisitionPercentageOfVotingInterestsAcquired_iI_pid_dp_uPure_c20240630__us-gaap--BusinessAcquisitionAxis__custom--SurvivingCorportionsMember_zTDy1U0Jie6i" title="Percentage of voting interest">50% of the voting power of the corporation or other entity surviving such transaction (excluding any such transaction principally for bona fide equity financing purposes, so long as, in the case of SHI or SCI (but not the surviving corporation) such transactions, individually and in the aggregate, do not result in a change in membership of such entity's board of directors so that the persons who were members of the board of directors immediately prior to the first such transaction constitute less than 50% of the board membership at any time after such transaction(s) are consummated). Notwithstanding the foregoing, a transaction shall not constitute a Change of Control if its sole purpose is to change the state of SHI's or SCI's incorporation or to create a holding company that will be owned in the same proportions by the persons who held SHI's or SCI's securities immediately prior to such transaction; and</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top">vi.</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">if on any of the fifth anniversary of the effective time of the merger, a facility has not become a Qualified Facility and therefore is not taken into consideration in the calculation of Active MW because any of the elements set forth in the definition of "Qualified Facility" as defined in the Merger Agreement have not been met for reasons beyond the reasonable control of SCI's management team, but SCI's management team is then actively engaged in the process of completing and is diligently pursuing the completion of the missing elements, then (A) the target dates set forth above shall be extended for an additional 90 days, and (B) additional extensions of time may be granted by the Board of Directors in its commercially reasonable discretion, in each case for the purpose of enabling SCI's management team to complete the steps needed to qualify the facility as a Qualified Facility.</td></tr> </table>   On April 11, 2023, the Board reviewed and approved the progress of SCI's management team in qualifying facilities as Qualified Facilities and discussed an extension of the date in Section 2.7(a)(ii)(A) of the Merger Agreement to December 31, 2023 (previously was June 30, 2022), and an extension of the date in Section 2.7(a)(ii)(B) of the Merger Agreement to June 30, 2024 (previously was June 30, 2023). As of June 30, 2024, the Company has met the active 50 MW criteria.   Due to conditions being met within the Merger Agreement in relation to energization and retention of employees, the Company has advised SCI US Holdings LLC, a Delaware limited liability company, who is the sole Effective Time Holder (as defined in the Merger Agreement) of the right to receive the Merger Shares and that 19,800 and <span id="xdx_908_eus-gaap--StockIssuedDuringPeriodSharesNewIssues_pid_c20231010__20231010__us-gaap--TypeOfArrangementAxis__custom--MergerAgreementMember_zr9r96sQDfO2" title="New

shares issued">39,600 Merger Shares were issued on May 26, 2023 and October 10, 2023. SCI US Holdings LLC has consented to the issuance of such Merger Shares as required under the Merger Agreement and has directed the Company to issue such Merger Shares to its affiliate, HEL. Following the issuance of the 59,400 Merger Shares, a total of 59,400 Merger Shares remains available for possible issuance pursuant to the terms of the Merger Agreement.   The number of Merger Shares is also subject to customary anti-dilution adjustments in the event of any stock split, stock consolidation, stock dividend, or similar event involving the shares of our common stock. Based on the assessment performed, the fair value of the merger consideration as of October 29, 2021 was approximately $33.0 million.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> each share of common stock of Soluna Callisto issued and outstanding immediately prior to the effective time of the merger, other than shares owned by the Company or any of our subsidiaries, was canceled and converted into the right to receive a proportionate share of up to 118,800 shares (the "Merger Shares") of the Company's common stock payable upon the achievement of certain milestones within five years after the effective date in the merger, as set forth in the merger agreement and the schedules thereto (the "Merger Consideration"). See Note 11 for further information regarding our relationship with HEL.1188001188000Upon the Company achieving each one active MegaWatts ("Active MWs") from the projects in which the cost requirement is satisfied, this will cause SHI to issue to HEL 792 shares for each one MW up to a maximum 150 Active MW.If, on or before June 30, 2022, SCI or Soluna Callisto directly or indirectly achieves at least 50 active MWs from one or more of three current projects as set forth in the Merger Agreement that satisfy the Cost Requirement as defined within the Merger Agreement, then the Merger Shares will be issued at an accelerated rate of 1,188 Merger Shares for each of such first 50 Active MW, such that the Merger Shares in respect of the remaining 100 Active MWs (if any) will be issued at a reduced rate of 594 Merger Shares per Active MW (see below for extension and issuance of a proportion of shares);If, by June 30, 2023, SCI or Soluna Calisto fail to achieve directly or indirectly (other than pursuant to a Portfolio Acquisition) at least 50 Active MW from Projects that satisfy the Cost Requirement, then the maximum aggregate number of Merger Shares shall be reduced from 118,800 to 59,400 (see below for extension and issuance of a proportion of shares);10.501980039600594005940043000000.0<p id="xdx_804_eus-gaap--IntangibleAssetsDisclosureTextBlock_z6yiJuordGQa" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt">6. Intangible Assets</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> </p> <p id="xdx_896_eus-gaap--ScheduleOfIntangibleAssetsAndGoodwillTableTextBlock_zQVwIjfJNgMi" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">Intangible assets consist of the following as of June 30, 2024:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> Schedule of Intangible Assets</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Intangible Assets</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Accumulated
 Amortization</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 46%; text-align: left">Strategic pipeline contract</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_983_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zpGxxyNUAqQ2" style="width: 14%; text-align: right" title="Intangible Assets">46,885</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_98C_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zjsCi1MGS7Dc" style="width: 14%; text-align: right" title="Accumulated Amortization">25,005</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td id="xdx_984_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zSX6amsQZNtg" style="width: 14%; text-align: right" title="Total">21,880</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Assembled workforce</td><td> </td> <td style="text-align: left"> </td><td id="xdx_989_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_ziDKbglgsUR" style="text-align: right" title="Intangible Assets">500</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_98F_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_zRryU1GEbg0b" style="text-align: right" title="Accumulated Amortization">267</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_989_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_z6llgolsijCg" style="text-align: right" title="Total">233</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Patents</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98A_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zdCP8TgnA5E5" style="border-bottom: Black 1.5pt solid; text-align: right" title="Intangible Assets">229</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98C_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_z4HMVlymbPtj" style="border-bottom: Black 1.5pt solid; text-align: right" title="Accumulated Amortization">14</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98E_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zti7jHdVtZ7b" style="border-bottom: Black 1.5pt solid; text-align: right" title="Total">215</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td id="xdx_986_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20240630_z0aPtGbeJ07i" style="border-bottom: Black 2.5pt double; text-align: right" title="Intangible Assets">47,614</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td id="xdx_98F_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20240630_zuwka6CYJnR6" style="border-bottom: Black 2.5pt double; text-align: right" title="Accumulated Amortization">25,286</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td id="xdx_98A_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20240630_z5YYsRKBzKg8" style="border-bottom: Black 2.5pt double; text-align: right" title="Total">22,328</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Intangible assets consist of the following as of December 31, 2023:   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="font-weight: bold; padding-bottom: 1.5pt"><span style="font-family: Times New Roman,

Times, Serif; font-size: 10pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Intangible Assets</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Accumulated
 Amortization</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 46%; text-align: left">Strategic pipeline contract</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_987_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zUl3G2zZ6uqe" style="width: 14%; text-align: right" title="Intangible Assets">46,885</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_981_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_z2i93YpmBLR7" style="width: 14%; text-align: right" title="Accumulated Amortization">20,317</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_985_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zacPWg3lOE7" style="width: 14%; text-align: right" title="Total">26,568</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Assembled workforce</td><td> </td><td style="text-align: left"> </td><td id="xdx_987_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_zb4hgKl3slj3" style="text-align: right" title="Intangible Assets">500</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_985_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_zBeYtwqFfxx8" style="text-align: right" title="Accumulated Amortization">216</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_980_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_zfacOBnAkauf" style="text-align: right" title="Total">284</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Patents</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_986_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zOnr7Ze5X8wf" style="border-bottom: Black 1.5pt solid; text-align: right" title="Intangible Assets">165</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98A_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zUsfiFIgvOcl" style="border-bottom: Black 1.5pt solid; text-align: right" title="Accumulated Amortization">10</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_982_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zKGUzsYlVay8" style="border-bottom: Black 1.5pt solid; text-align: right" title="Total">155</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td id="xdx_989_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20231231_zq2K94vHVIr6" style="border-bottom: Black 2.5pt double; text-align: right" title="Intangible Assets">47,550</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td id="xdx_986_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20231231_zIL0wDLGNrdf" style="border-bottom: Black 2.5pt double; text-align: right" title="Accumulated Amortization">20,543</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td id="xdx_98F_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20231231_zoQ2rtIDayAg" style="border-bottom: Black 2.5pt double; text-align: right" title="Total">27,007</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Amortization expense for the three and six months ended June 30, 2024 and 2023 was approximately $2.4 million and $4.7 million.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The strategic pipeline contract relates to supply of a critical input to our digital mining and hosting business. The Company has analyzed this strategic pipeline contract similar to a permit for future benefit. The strategic pipeline contract relates to potential renewable energy data centers that fit in the alignment of the Company structure to expand operations of the Company's new focus in their business.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> </p> <p id="xdx_892_eus-gaap--ScheduleOfFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock_zuoTHJf8dLhT7" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">The Company expects to record amortization expense of intangible assets over the next five years and thereafter as follows:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">Schedule of Amortization Expense of Intangible Assets</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: justify">(Dollars in thousands)</td><td> </td> <td colspan="2" id="xdx_495_20240630_zLgzVKAE445i" style="text-align: center"> </td><td> </td></tr> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: justify">Year</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_407_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear_iI_pn3n3_maFLIANz9KF_zZBoQEpyhcL6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 80%; text-align: justify">2024 (remainder of the year) </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="width: 16%; text-align: right">4,744</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths_iI_pn3n3_maFLIANz9KF_zG8WZ8vzLsv5" style="vertical-align: bottom; background-color: White"> <td style="text-align: justify">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,488</td><td style="text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo_iI_pn3n3_maFLIANz9KF_zcVBSx6hQt62" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: justify">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,908</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--

FiniteLivedIntangibleAssetsAmortizationExpenseYearThree_iI_pn3n3_maFLIANz9KF_zfz9EzkTYGI9" style="vertical-align: bottom; background-color: White"> <td style="text-align: justify">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseYearFour_iI_pn3n3_maFLIANz9KF_zOA3IxH25pl5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: justify">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11</td><td style="text-align: left"> </td></tr> <tr id="xdx_40F_ecustom--FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFour_iI_pn3n3_maFLIANz9KF_zYVdH42jPK9h" style="vertical-align: bottom; background-color: White"> <td style="text-align: justify; padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">166</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--FiniteLivedIntangibleAssetsNet_iTI_pn3n3_mtFLIANz9KF_zj7WvTWSpPX6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: justify; padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">22,328</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> <p id="xdx_8A7_zfRbUrANpoUa" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> </p> <p id="xdx_896_eus-gaap--ScheduleOfIntangibleAssetsAndGoodwillTableTextBlock_zQVwIjJHNgMi" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">Intangible assets consist of the following as of June 30, 2024:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> Schedule of Intangible Assets</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Intangible Assets</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Accumulated
 Amortization</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 46%; text-align: left">Strategic pipeline contract</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_983_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zpGxxyNUAqO2" style="width: 14%; text-align: right" title="Intangible Assets">46,885</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_98C_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zjsCi1MGS7Dc" style="width: 14%; text-align: right" title="Accumulated Amortization">25,005</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td id="xdx_984_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zSX6amsQZNtg" style="width: 14%; text-align: right" title="Total">21,880</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Assembled workforce</td><td> </td> <td style="text-align: left"> </td><td id="xdx_989_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_ziDKbglgsUR" style="text-align: right" title="Intangible Assets">500</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_98F_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_zRryU1GEbg0b" style="text-align: right" title="Accumulated Amortization">267</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_989_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_z6llqolsijCg" style="text-align: right" title="Total">233</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Patents</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98A_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zdCP8TgnA5E5" style="border-bottom: Black 1.5pt solid; text-align: right" title="Intangible Assets">229</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98C_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_z4HMYlymbPtj" style="border-bottom: Black 1.5pt solid; text-align: right" title="Accumulated Amortization">14</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98E_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zti7jHdVtZ7b" style="border-bottom: Black 1.5pt solid; text-align: right" title="Total">215</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td id="xdx_986_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20240630_z0aPtGbeJ07i" style="border-bottom: Black 2.5pt double; text-align: right" title="Intangible Assets">47,614</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td id="xdx_98F_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20240630_zuwka6CYJnR6" style="border-bottom: Black 2.5pt double; text-align: right" title="Accumulated Amortization">25,286</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td id="xdx_98A_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20240630_z5YYsRKBzKg8" style="border-bottom: Black 2.5pt double; text-align: right" title="Total">22,328</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Intangible assets consist of the following as of December 31, 2023:   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Intangible Assets</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Accumulated
 Amortization</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"><span style="font-family: Times New Roman, Times, Serif; font-size:

10pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 46%; text-align: left">Strategic pipeline contract</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_987_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zUl3G2zZ6uqe" style="width: 14%; text-align: right" title="Intangible Assets">46,885</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_981_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_z2i93YpmBLR7" style="width: 14%; text-align: right" title="Accumulated Amortization">20,317</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td id="xdx_985_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zacPWg3lOE7" style="width: 14%; text-align: right" title="Total">26,568</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Assembled workforce</td><td> </td> <td style="text-align: left"> </td><td id="xdx_987_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_zb4hgKl3slj3" style="text-align: right" title="Intangible Assets">500</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_985_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_zBeYtwqFfxx8" style="text-align: right" title="Accumulated Amortization">216</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_980_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--AssembledWorkforceMember_zfacOBnAkauf" style="text-align: right" title="Total">284</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Patents</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_986_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zOnr7Ze5X8wf" style="border-bottom: Black 1.5pt solid; text-align: right" title="Intangible Assets">165</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_98A_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zUsfiFIgvOcl" style="border-bottom: Black 1.5pt solid; text-align: right" title="Accumulated Amortization">10</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td id="xdx_982_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20231231__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__us-gaap--PatentsMember_zKGUzsYlVay8" style="border-bottom: Black 1.5pt solid; text-align: right" title="Total">155</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td id="xdx_989_eus-gaap--FiniteLivedIntangibleAssetsGross_iI_pn3n3_c20231231_zq2K94vHVIr6" style="border-bottom: Black 2.5pt double; text-align: right" title="Intangible Assets">47,550</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td id="xdx_986_eus-gaap--FiniteLivedIntangibleAssetsAccumulatedAmortization_iI_pn3n3_c20231231_zIL0wDLGNrdf" style="border-bottom: Black 2.5pt double; text-align: right" title="Accumulated Amortization">20,543</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td id="xdx_98F_eus-gaap--FiniteLivedIntangibleAssetsNet_iI_pn3n3_c20231231_zoQ2rtIDayAg" style="border-bottom: Black 2.5pt double; text-align: right" title="Total">27,007</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>

id="xdx_892_eus-gaap--ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock_zuoTHJ8dLhT7" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">The Company expects to record amortization expense of intangible assets over the next five years and thereafter as follows: Schedule of Amortization Expense of Intangible Assets <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: justify">(Dollars in thousands)</td><td> </td> <td colspan="2" id="xdx_495_20240630_zLgzVKAE445i" style="text-align: center"> </td><td> </td></tr> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: justify">Year</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_407_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear_iI_pn3n3_maFLIANz9KF_zZBoQEpyhcL6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 80%; text-align: justify">2024 (remainder of the year)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right">4,744</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths_iI_pn3n3_maFLIANz9KF_zG8WZ8vzLsv5" style="vertical-align: bottom; background-color: White"> <td style="text-align: justify">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,488</td><td style="text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo_iI_pn3n3_maFLIANz9KF_zcVBSx6hQt62" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: justify">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,908</td><td style="text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseYearThree_iI_pn3n3_maFLIANz9KF_zfz9EzkTYGI9" style="vertical-align: bottom; background-color: White"> <td style="text-align: justify">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FiniteLivedIntangibleAssetsAmortizationExpenseYearFour_iI_pn3n3_maFLIANz9KF_zOA3IxH25pl5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: justify">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11</td><td style="text-align: left"> </td></tr> <tr id="xdx_40F_ecustom--FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFour_iI_pn3n3_maFLIANz9KF_zYVdH42jPK9h" style="vertical-align: bottom; background-color: White"> <td style="text-align: justify; padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">166</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--FiniteLivedIntangibleAssetsNet_iTI_pn3n3_mtFLIANz9KF_zj7WvTWSpPX6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-left: 10pt; text-align: justify; padding-bottom: 2.5pt">Total</td><td style="padding-bottom: 2.5pt"> </td> <td

style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">22,328</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>
4744000948800079080001100011000166000223280000 7. Income Taxes   During the three and six months ended June 30, 2024, the Company's effective income tax rate was 7.1% and 7.6%, and for the three and six months ended June 30, 2023, the Company's effective tax rate was 4.5% and 6.1%. The projected annual effective tax rate is less than the Federal statutory rate of 21%, primarily due to the change in the valuation allowance, as well as changes to estimated taxable income for 2024 and permanent differences. There was $714 thousand and $544 thousand deferred income tax benefit for the three months ended June 30, 2024 and 2023, offset with a $65 thousand and $0 current tax expense for the three months ended June 30, 2024 and 2023. There was $1.3 million and $1.1 million deferred income tax benefit for the six months ended June 30, 2024 and 2023, offset with a $65 thousand and $0 current tax expense for six months ended June 30, 2024 and 2023.   In connection with the strategic contract pipeline acquired in the acquisition as further discussed in Note 5, ASC 740-10-25-51 requires the recognition of a deferred tax impact of acquiring an asset in a transaction that is not a business combination when the amount paid exceeds the tax basis on the acquisition date. As such, the Company is required to adjust the value of the strategic contract pipeline by approximately $<span id="xdx_90D_eus-gaap--DeferredTaxLiabilities_iI_pn5n6_c20211029__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zMQhNlMIP0cl" title="Deferred tax liability">10.9 million at inception date, in which was recorded as a deferred tax liability and this amount will be amortized over the life of the asset. For the three and six months ended June 30, 2024 and 2023, the Company amortized $<span id="xdx_904_eus-gaap--AmortizationOfIntangibleAssets_pn3n3_c20240401__20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_z64ruN2Tlv85" title="Amortization amount"><span id="xdx_902_eus-gaap--AmortizationOfIntangibleAssets_pn3n3_c20230401__20230630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_z7WgZUQP1z8e" title="Amortization amount">547 thousand and $<span id="xdx_901_eus-gaap--AmortizationOfIntangibleAssets_pn5n6_c20240101__20240630__us-gaap--FiniteLivedIntangibleAssetsByMajorClassAxis__custom--StrategicPipelineContractMember_zvYe4jzcPkFd" title="Amortization amount">1.1 million.   The Company provides for recognition of deferred tax assets if the realization of such assets is more likely than not to occur in accordance with accounting standards that address income taxes. Significant management judgment is required in determining the period in which the reversal of a valuation allowance should occur. The Company has considered all available evidence, both positive and negative, such as historical levels of income and future forecasts of taxable income amongst other items, in determining its valuation allowance. In addition, the Company's assessment requires us to schedule future taxable income in accordance with accounting standards that address income taxes to assess the appropriateness of a valuation allowance which further requires the exercise of significant management judgment.   The Company believes that the accounting estimate for the valuation of deferred tax assets is a critical accounting estimate because judgment is required in assessing the likely future tax consequences of events that have been recognized in our financial statements or tax returns. The Company based the estimate of deferred tax assets and liabilities on current tax laws and rates and, in certain cases, business plans and other expectations about future outcomes. In the event that actual results differ from these estimates, or the Company adjusts these estimates in future periods, the Company may need to adjust the recorded valuation allowance, which could materially impact our financial position and results of operations. The Company has a full valuation allowance for the deferred tax asset of $37.2 million and $36.8 million on June 30, 2024 and December 31, 2023, respectively. We will continue to evaluate the ability to realize our deferred tax assets and related valuation allowance on a quarterly basis.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> </p> 0.0710.0760.0450.0610.21-714000-544000650000-1300000-1100000650000109000005470005470001100000110000037200003680000<p id="xdx_800_eus-gaap--DebtDisclosureTextBlock_zB0XPCwdxx5" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt">8. Debt</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"><i>Convertible Notes Payable</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> </p> <p id="xdx_89C_eus-gaap--ConvertibleDebtTableTextBlock_zF9FpFjwVtq6" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">Debt consists of the following</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> Schedule of Debt</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands);</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Maturity Date</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Interest Rate</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20240630_zKij2gOd6Nxd" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20231231_ztFae4b4EBl3" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_400_eus-gaap--DebtInstrumentFaceAmount_iI_pn3n3_hus-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleNotesPayableMember_z81ao24cpoC2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; text-align: left">Convertible Note</td><td style="width: 2%"> </td> <td style="width: 16%; text-align: center">January 24, 2025</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 10%; text-align: right">18</td><td style="width: 1%; text-align: left">%</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="width: 10%; text-align: right">7,851</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">8,474</td><td style="width: 1%; text-align: left"> </td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.25in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top; width: 0.25in">*</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">Default interest was waived on March 10, 2023, and no further default interest applied on the Convertible Note for the remainder of the year.</td></tr> </table>   On October 25, 2021, pursuant to a Securities Purchase Agreement (the "October SPA"), the Company issued to certain accredited investors (the "Noteholders") (i) secured convertible notes in an aggregate principal amount of $16.3 million for an aggregate purchase price of $<span id="xdx_901_eus-gaap--DebtConversionOriginalDebtAmount1_pn6n6_c20211025__20211025__us-

gaap--TypeOfArrangementAxis__custom--SecuritiesPurchaseAgreementMember__us-gaap--DebtInstrumentAxis__custom--OctoberSecuredNotesMember_zFn2QnpRngOb" title="Debt purchase price">15 million (collectively, the "October Secured Notes"), which were, subject to certain conditions, convertible at any time by the investors, into an aggregate of 1,776,073 shares of the Company's common stock, at a price per share of $9.18 and (ii) Class A, Class B and Class C common stock purchase warrants (collectively, the "October Warrants") to purchase up to an aggregate of 1,776,073 shares of common stock, at an initial exercise price of $12.50, $15 and $18 per share, respectively. The October Warrants are legally detachable and can be separately exercised immediately for five years upon issuance, subject to applicable Nasdaq rules.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The October Secured Notes, subject to an original issue discount of 8%, had a maturity date (the "Maturity Date") of October 25, 2022, which was extended to April 25, 2023 pursuant to the Addendum Amendment (as defined below), upon which date the October Secured Notes shall be payable in full. Commencing on the Maturity Date and also five (5) days after the occurrence of any Event of Default (as defined in the October Secured Notes), interest on the October Secured Notes will accrue at an interest rate equal to the lesser of 18% per annum or the maximum rate permitted under applicable law. If any Event of Default or a Fundamental Transaction (as defined in the October Secured Notes) or a Change of Control (as defined in the October Secured Notes) occurs, the outstanding principal amount of the October Secured Notes, liquidated damages and other amounts owing in respect thereof through the date of acceleration, will become, at the Noteholder's election, immediately due and payable in cash at the Mandatory Default Amount (as defined in the October Secured Notes). Under the original terms, the October Secured Notes could not be prepaid, redeemed or mandatorily converted without the consent of the Noteholders. The obligations of the Company pursuant to the October Secured Notes are (i) secured to the extent and as provided in the Security Agreement, dated as of October 25, 2021, by and among the Company, MTI Instruments (a former subsidiary of SHI in which was sold in April 2022), and SCI, Soluna MC, LLC and Soluna SW, LLC (both of which are wholly owned subsidiaries of SCI, and together with MTI Instruments and SCI, the "Subsidiary Guarantors"), and Collateral Services LLC (the "Collateral Agent"), as collateral agent for the Noteholders; and (ii) guaranteed, jointly and severally, by the Subsidiary Guarantors pursuant to each Subsidiary Guaranty, dated as of October 25, 2021, by and among each Subsidiary Guarantor and the Noteholders signatory to the October SPA, subject to subsequent modifications pursuant to the Addendum, the Addendum Amendment and the NYDIG Transactions.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">On July 19, 2022 and on September 13, 2022, the Company entered into an Addendum and Addendum Amendment in which adjusted the terms such as maturity date, conversion prices, and the issuance of new warrants to the Noteholders. Pursuant to the Addendum and Addendum Amendment, the Company evaluated whether the new addendums qualified as debt modification or debt extinguishment, and based on ASC 470, Debt, the Company determined the Addendum and Addendum Amendment to fall under Debt Extinguishment and the Company would be required to fair value the new debt, and in turn write off the existing debt on the books.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Following the debt extinguishment on July 19, 2022 as noted further above, the Convertible Notes will be accounted for under the fair value method on a recurring basis upon issuance (e.g., upon execution of the Addendum) per guidance within ASC 480, and at each subsequent reporting period, with changes in fair value reported in earnings. Although the Notes are not being accounted for under 825-10, the substance of the debt is considered to be the same and is therefore considered outside the scope of ASC 470-60. As such, the Company performed a fair value analysis of the Convertible Notes. For the year-ended December 31, 2023 and quarter-ended June 30, 2024, the Company ran Monte Carlo simulations for the expected conversion dates of the Convertible Notes using risk free rates, annual volatility, daily trading volumes, likely conversion profiles, and other assumptions based on principal and accrued interest as of the period ends. The Company determined the fair value of the Convertible Notes uses certain Level 3 inputs.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"><i>Changes in Level 3 Financial Liabilities Carried at Fair Value</i></p> <p id="xdx_89C_eus-gaap--FairValueAssetsMeasuredOnNonrecurringBasisTextBlock_zki4K3KkO3p9" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"><i><i> Schedule of Changes in Level 3 Financial Liabilities Carried at Fair Value</i></i></p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td>(in thousands)</td><td> </td> <td colspan="2" id="xdx_4B7_us-gaap--FairValueByFairValueHierarchyLevelAxis_us-gaap--FairValueInputsLevel3Member_zmPLR89LuzLh" style="text-align: right"> </td><td> </td></tr> <tr id="xdx_43A_c20230101__20230331_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zId3EkyV7bI3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 80%">Balance, January 1, 2023</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="width: 16%; text-align: right">12,254</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_zbX01H54f0sh" style="vertical-align: bottom; background-color: White"> <td>Conversions of debt (January 2023- March 31, 2023)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,395</td><td style="text-align: left">)</td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zENcZ9HDLsB7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Total revaluation gains (January 2023- March 31, 2023)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: right">(473</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_432_c20230401__20230630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zrqIu3Sw0z04" style="vertical-align: bottom; background-color: White"> <td>Balance, March 31, 2023</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10,386</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_zhzXqXXtvGKl" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Conversions of debt (April 1, 2023- June 30, 2023)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(400</td><td style="text-align: left">)</td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_z5ujQm6MnYNg" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Total revaluation losses (April 1, 2023- June 30, 2023)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">724</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_432_c20230701__20231231_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zMA6XB9NQwlf" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Balance June 30, 2023</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10,710</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_zljsYYDvSug5" style="vertical-align: bottom; background-color: White"> <td>Conversions of debt (July 1, 2023- December 31, 2023) </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(4,219</td><td style="text-align: left">)</td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zkcactX7ewn1" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Total revaluation losses (July 1, 2023- December 31, 2023)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,983</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_437_c20240101__20240331_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zefmnOaHcCT6" style="vertical-align: bottom; background-color: White"> <td>Balance December 31, 2023</td><td><span style="font-family: Times New

Roman, Times, Serif; font-size: 10pt"> </td> <td style="text-align: left"> </td> <td style="text-align: right">8,474</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_z9KHkiMeHnld" style="vertical-align: bottom; background-color: White"> <td>Conversions of debt (January 1, 2024- March 31, 2024)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,023</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zD7uyNp0VMB7" style="vertical-align: bottom; background-color: White"> <td>Total revaluation gains (January 1, 2024- March 31, 2024)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,235</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_431_c20240401__20240630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zYNTdYXHHbda" style="vertical-align: bottom; background-color: White"> <td>Balance March 31, 2024</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,216</td><td style="text-align: left"> </td></tr> <tr id="xdx_43A_c20240401__20240630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_z5BtuzeoZYk" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: White"> <td>Financial liabilities, Balance</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,216</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_zNGZYXEgBuzb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Conversions of debt (April 1, 2024- June 30, 2024)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(2,689</td><td style="text-align: left">)</td></tr> <tr id="xdx_404_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_z6jg7ZlbBQm7" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Conversions of debt</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(2,689</td><td style="text-align: left">)</td></tr> <tr id="xdx_40E_ecustom--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityExtensionFee_pn3n3_zfOZzVRGHWLd" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Extension fee</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">325</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zqCXgKlyDygi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Total revaluation losses (April 1, 2024- June 30, 2024)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,999</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zAgJgG3wOdH2" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Total revaluation losses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,999</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_434_c20240401__20240630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iE_pn3n3_zZzIVSF1aFjd" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Balance June 30, 2024</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">7,851</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_43E_c20240401__20240630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iE_pn3n3_zyOZLasaiGS8" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Financial liabilities, Balance</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">7,851</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   For the three and six months ended June 30, 2024, the Company had approximately $2.7 million and $3.7 million of note conversions with the Noteholders, approximately $4.0 million and $2.8 million in revaluation losses in relation to fair value assessments of the convertible debt, and a 4% note extension in June increasing the note balance by approximately $325 thousand. As of June 30, 2024, the Company had a fair value outstanding balance of approximately $7.9 million and a principal outstanding value of approximately $5.3 million. For the three and six months ended June 30, 2023, the Company had approximately $400 thousand and $1.8 million of note conversions with the Noteholders and approximately $724 thousand and $251 thousand revaluation losses due to fair value assessments of the convertible debt.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p id="xdx_89F_eus-gaap--ScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsTableTextBlock_zUHKWhPcMnK4" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The following table represents the significant and subjective fair value assumptions used for Convertible Notes during the six months ended June 30, 2024:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> Schedule of Fair Value Assumptions For Convertible Notes</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center"><p style="margin-top: 0; margin-bottom: 0">Six months ended</p> <p style="margin-top: 0; margin-bottom: 0">June 30, 2024</p></td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Stock price</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="text-align: right"><span id="xdx_902_eus-gaap--DebtInstrumentMeasurementInput_iI_pid_uPure_c20240630__srt--RangeAxis__srt--MinimumMember__us-gaap--ShortTermDebtTypeAxis__us-gaap--

ConvertibleDebtMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputSharePriceMember_zi6PSEjhzHal" title="Stock price">2.88 - <span id="xdx_907_eus-gaap--DebtInstrumentMeasurementInput_il_pid_uPure_c20240630__srt--RangeAxis__srt--MaximumMember__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputSharePriceMember_fKDEp_z3MffpSpR6f7" title="Stock price">6.09</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="width: 80%">Conversion price</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right"><span id="xdx_901_eus-gaap--DebtInstrumentConvertibleConversionPrice1_il_pid_c20240630__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputConversionPriceMember_zumrYkIQA5s8" title="Conversion price">3.78</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Volatility</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><span id="xdx_908_eus-gaap--DebtInstrumentMeasurementInput_il_pid_dp_uPure_c20240630__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--RangeAxis__srt--MinimumMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputPriceVolatilityMember_zCBLQvVQD7D2" title="Volatility rate minimum">90.0 - <span id="xdx_903_eus-gaap--DebtInstrumentMeasurementInput_il_pid_dp_uPure_c20240630__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--RangeAxis__srt--MaximumMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputPriceVolatilityMember_zUugzLQKAMW6" title="Volatility rate maximum">115</td><td style="text-align: left">%</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Risk-free interest rate</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><span id="xdx_908_eus-gaap--DebtInstrumentMeasurementInput_il_pid_dp_uPure_c20240630__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--RangeAxis__srt--MinimumMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputRiskFreeInterestRateMember_z7pJ0nHV4g8a" title="Risk-free interest rate">5.31- <span id="xdx_90F_eus-gaap--DebtInstrumentMeasurementInput_il_pid_dp_uPure_c20240630__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--RangeAxis__srt--MaximumMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputRiskFreeInterestRateMember_zgKgPu0NoAod" title="Risk-free interest rate">5.46</td><td style="text-align: left">%</td></tr> </table>   The events of default stated in the Notice of Acceleration and Repossession defined below with NYDIG Financing constituted a cross-default under the terms of secured convertible notes issued to the Noteholders. In addition to such cross-default, the failure of the Company pursuant to the Addendum dated as of July 19, 2022, to escrow an aggregate amount of $950,000 for the benefit of the Noteholders by December 21, 2022, constituted an event of default under the Notes. Due to the default, the Company accrued interest at a rate of 18% which amounted to $617 thousand as of March 10, 2023. On March 10, 2023, the Company entered into a Second Addendum Amendment with the Noteholders, in which the Company paid the accumulated default accrued interest of $617 thousand using the restricted escrow accounts and contemporaneously with the payment, the Noteholders waived all existing events of default arising under the convertible notes.   On May 11, 2023, the Company entered into a Second Amendment Agreement (the "Second Amendment") with the holders of its October Secured Notes to extend the maturity date of the October Secured Notes to July 25, 2024. In connection with the Second Amendment, the Company paid an extension fee of $250,000 and increased the principal amount of the outstanding October Secured Notes by 14%. The Company also issued 240,000 new Class A warrants exercisable at $<span id="xdx_906_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iI_pid_c20230511__us-gaap--ClassOfWarrantOrRightAxis__custom--ClassAWarrantsMember_zF3HTacPlwUg" title="Warrants exercisable price, per share">12.50 and 80,000 new Class B warrants exercisable at $<span id="xdx_900_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iI_pid_c20230511__us-gaap--ClassOfWarrantOrRightAxis__custom--ClassBWarrantsMember_zhYicsWHJpl" title="Warrants exercisable price, per share">20.00.   Subject to the Equity Conditions (as defined below), upon each trigger set forth below, the Company is allowed, once per trigger, require the Note holders to convert up to 20% percent of the outstanding amount of the October Secured Notes as: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%; border-collapse: collapse"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.5in">(i)</td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top; width: 0.5in">(i)</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">the Company's Common Stock trades for <span id="xdx_904_eus-gaap--DebtInstrumentConvertibleThresholdConsecutiveTradingDays1_dc_uInteger_c20230511__20230511__us-gaap--StatementEquityComponentsAxis__custom--CommonStockTradingOneMember_zs4rsfgCudAb" title="Consecutive trading days">10 consecutive days at or above $<span id="xdx_901_eus-gaap--DebtInstrumentConvertibleStockPriceTrigger_pid_c20230511__20230511__us-gaap--StatementEquityComponentsAxis__custom--CommonStockTradingOneMember_zwbJCbPEDP96" title="Convertible stock price trigger, per share">12.50 per share and at least 40,000 shares trade on each day.</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif">(ii)</td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top">(ii)</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">the Company's Common Stock trades for <span id="xdx_90B_eus-gaap--DebtInstrumentConvertibleThresholdConsecutiveTradingDays1_dc_uInteger_c20230511__20230511__us-gaap--StatementEquityComponentsAxis__custom--CommonStockTradingTwoMember_zRkrKAMJLAC" title="Consecutive trading days">10 consecutive days at or above $<span id="xdx_90D_eus-gaap--DebtInstrumentConvertibleStockPriceTrigger_pid_c20230511__20230511__us-gaap--StatementEquityComponentsAxis__custom--CommonStockTradingTwoMember_zjFMcTAAQvze" title="Convertible stock price trigger, per share">17.50 per share and at least 40,000 shares trade on each day.</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif">(iii)</td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top">(iii)</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">the Company's Common Stock trades for <span id="xdx_907_eus-gaap--DebtInstrumentConvertibleThresholdConsecutiveTradingDays1_dc_uInteger_c20230511__20230511__us-gaap--StatementEquityComponentsAxis__custom--CommonStockTradingThreeMember_zI1FepjUpdr2" title="Consecutive trading days">10 consecutive days at or above $<span id="xdx_905_eus-gaap--DebtInstrumentConvertibleStockPriceTrigger_pid_c20230511__20230511__us-gaap--StatementEquityComponentsAxis__custom--CommonStockTradingThreeMember_z9dYA7Q6Ajfi" title="Convertible stock price trigger, per share">22.50 per share and at least 40,000 shares trade on each day.</td></tr> </table>   The Equity Condition is met if all of the following conditions have been satisfied: (i) the shares of Common Stock issuable upon the conversion are either registered under the Securities Act of 1933 or resellable under Rule 144 thereunder without any volume restrictions, (ii) the number of shares issuable to each Note holder are below 4.99% of the outstanding shares, (iii) at least 20 trading days has elapsed since the previous mandatory conversion, (iv) the Company is current in all the SEC filings, and (v) the Company has obtained all required approvals from NASDAQ, or any successor trading market, to list the Common Stock to be issued upon such conversion.   On November 20, 2023, the Company and the Noteholders entered into a Third Amendment Agreement to amend the Notes, the October SPA and related agreements (collectively, the "Transaction Documents"). The aim is to facilitate future financings by the Company that may include funds for prepayment of the Notes by permitting the Company to force conversion of up to $1.5 million of the Notes under certain circumstances, reduce the prepayment penalty in return for reducing the conversion price of the $<span id="xdx_90B_eus-gaap--DebtConversionConvertedInstrumentAmount1_pn5n6_c20231120__20231120__us-gaap--TypeOfArrangementAxis__custom--ThirdAmendmentAgreementMember_zjP3fbjVqo2" title="Debt instrument conversion amount">4.7 million of the Notes and reducing the exercise price of <span id="xdx_902_eus-gaap--DebtConversionConvertedInstrumentWarrantsOrOptionsIssued1_c20231120__20231120__us-gaap--TypeOfArrangementAxis__custom--ThirdAmendmentAgreementMember_z6szZebqA2wh" title="Debt instrument conversion shares">150,000 of the Warrants to $<span id="xdx_904_eus-gaap--DebtInstrumentConvertibleConversionPriceDecrease_pid_c20231120__20231120__us-gaap--TypeOfArrangementAxis__custom--ThirdAmendmentAgreementMember_zyYUqIOtuvZ9" title="Debt instrument conversion price">0.01.   <span style="font-family: Times New Roman, Times,

Serif; font-size: 10pt">As provided in the original terms of the Notes, in the event the Company prepays the amounts owed under Notes, the Company must pay an additional 20% prepayment penalty. Under the new Transaction Documents, in the event the prepayment occurs between February 15, 2024 and July 24, 2024, prepayment penalty is reduced to 10%.   In addition, under the new Transaction Documents, the Company has the right to force the conversion of up to $1.5 million of face value of the Notes in whole or in part at any time up to the maturity date of the Notes, provided that at the time of such conversion the share price on the trading market on which the Company's shares is then listed exceeds $5.00 and a minimum volume of 50,000 traded each trading day for the five trading days immediately prior to such forced conversion.   As consideration for the reduction in the prepayment penalty and the new forced conversion right, the Company agreed that an aggregate $<span id="xdx_90B_eus-gaap--DebtConversionConvertedInstrumentAmount1_pn5n6_c20240101__20240630__us-gaap--StatementEquityComponentsAxis__custom--RepricedWarrantMember_zdGn3x8kmtCa" title="Debt instrument conversion amount">4.7 million of the Notes had the conversion price reduced to $<span id="xdx_904_eus-gaap--DebtInstrumentConvertibleConversionPriceDecrease_pid_c20240101__20240630__us-gaap--StatementEquityComponentsAxis__custom--RepricedWarrantMember_zcmI3kflKZG1" title="Debt instrument conversion price">3.78 per share and <span id="xdx_902_eus-gaap--DebtConversionConvertedInstrumentWarrantsOrOptionsIssued1_c20240101__20240630__us-gaap--StatementEquityComponentsAxis__custom--RepricedWarrantMember_zwSjr0ut4CP8" title="Debt instrument conversion shares">150,000 of the Warrants had the exercise price reduced to $<span id="xdx_90C_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iI_c20240630__us-gaap--StatementEquityComponentsAxis__custom--RepricedWarrantMember_zP6fWS9oPmq3" title="Exercise price of warrants">0.01 (the "Repriced Warrants"), provided that prior to February 1, 2024, for each $<span id="xdx_909_eus-gaap--DebtInstrumentConvertibleConversionPriceDecrease_pid_c20240201__20240201__us-gaap--StatementEquityComponentsAxis__custom--RepricedWarrantMember_zZKI4YELSNaj" title="Debt instrument conversion price">31.33 in Notes converted by a Noteholder, such Noteholder may exercise one Repriced Warrant and that on February 1, 2024, all Repriced Warrants became immediately exercisable.   On February 28, 2024 the Company and the Purchasers entered into a Fourth Amendment Agreement to amend the Notes, SPA and related agreements to facilitate future financings by the Company by amending the Transaction Documents as follows: The Company shall be permitted to undertake at-the-market transactions in the future provided: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.25in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.25in">●</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">No Event of Default shall have occurred and be continuing under the Notes; and</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.25in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top; width: 0.25in">●</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">The market price of the shares of common stock shall be at least the At-the-Market ("ATM") Floor Price. ATM Floor Price means $10 per share initially, which is reduced to $8 per share six months after the ATM is effective and $6 per share 12 months after the after the effective date of the ATM.</td></tr> </table>   In addition, the Company will be permitted to unilaterally extend the maturity date of the Notes for two 3-Month extensions if prior to the then in effect maturity date the Company gives notice to the Purchasers and increases the principal amount of the Notes on the date of each such extension by two percent (2%) the principal amount of the Notes outstanding on the date of this Agreement per each extension.   In consideration of the foregoing, the Company: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.5in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; width: 0.25in; vertical-align: top">●</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">Reduced the conversion price of the Notes to $3.78 per share;</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; vertical-align: top"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; vertical-align: top">●</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">The Purchasers received an aggregate of 850,000 three year warrants exercisable at $0.01 per share;</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; vertical-align: top"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; vertical-align: top">●</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">An aggregate of 320,005 warrants held by the Purchasers had the exercise price reduced to $3.78 per share (the "$3.78 Warrants"); and</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; vertical-align: top"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; vertical-align: top">●</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">An aggregate of 478,951 warrants held by the Purchasers had the exercise price reduced to $6.00 per share (the "$<span id="xdx_90F_eus-gaap--WarrantExercisePriceDecrease_pid_c20240228__20240228__us-gaap--StatementEquityComponentsAxis__custom--RepricedWarrantMember__srt--RangeAxis__srt--MaximumMember_zH8BeFQQ5Jjf" title="Warrant exercise price decrease">6.00 Repriced Warrants"). For every one $6.00 Repriced Warrant exercised by a Purchaser, such Purchaser shall receive 1.36 new five-year warrants with an exercise price of $0.01, 1.6 new five-year warrants with an exercise price of $4.20, and 1.6 new five-year warrants with an exercise price of $5.70.</td></tr> </table>   In June 2024, pursuant to the Fourth Amendment Agreement, the Company exercised its right to extend the maturity date of the Senior Notes for an additional six months, or until January 24, 2025, in order to enable the Company to continue to pursue its significant project development opportunities for Soluna Cloud, Dorothy 2 and other projects. The extension of the notes caused an increase in the convertible note balance of approximately $325 thousand and the extension fee was recorded within "Other Expense, net" for the three and six months ended June 30, 2024.   The effect of the additional penny warrants, $3.78 warrants, and the $6.00 repriced warrants including additional warrants if exercised with the Noteholders, created a loss on debt extinguishment of approximately $5.8 million due to

*the fair value associated as of February 28, 2024. Such amounts were recorded as a loss on debt extinguishment and affected the Company's warrant liability and additional paid in capital balance account. Due to the requirement of the shareholder approval associated with the Fourth Amendment, the warrants associated will be treated as a liability and be revalued each quarter. In addition, a warrant revaluation was done at March 31, 2024, which created a gain on revaluation associated with the warrant liability of approximately $<span id="xdx_903_ecustom--GainsLossesOnRevaluationWarrantLiablility_pn5n6_c20240101__20240331__us-gaap--TypeOfArrangementAxis__custom--FourthAmendmentAgreementMember_zpv5wuxMtzjb" title="Gain on revaluation associated with the warrant liability">1.5 million. As of March 31, 2024, the Company had a warrant liability of approximately $6.0 million. On May 30, 2024, shareholder approval was obtained removing the cap containment provision for the warrants, and as such, the liability accounting treatment was no longer required. Since all other criteria were met to be treated as equity, the Company adjusted the warrant liability as of the date of shareholder approval and reclassified balance to equity. As such, the Company accounted for the change in the fair value of the warrant liability as of the date of the shareholder approval (May 30, 2024), in connection with its loss on revaluation of the warrant of approximately $1.6 million.   Pursuant to additional agreements with holders of another 51,618 outstanding warrants, similar adjustments with those warrants, resulted in a total adjustment to 530,569 warrants. As the 51,618 warrants were not with the Noteholders, the treatment of $6.00 repriced warrants was recorded as a deemed dividend and adjusted the Company's earnings per share calculation noted in Footnote 9 for the six months ended June 30, 2024. The fair value associated with the 51,618 warrants with non-Noteholders totaled approximately $386 thousand. On May 17, 2024, the Company permitted the holders of the Company's Amended Class C Warrants, previously exercisable at $6 per share, to exercise such warrants at a reduced exercise price of $4 per share, provided that each such holder exercised at least 61.83% of their Amended Class C Warrants by the close of business on May 17, 2024. The Company also agreed to reduce the exercise price on all remaining Amended Class C Warrants. The adjustment in the exercise price, resulted in an additional deemed dividend which amounted to approximately $66 thousand for the three months ended June 30, 2024.   On March 5, 2024, one of the Noteholders exercised 50 thousand warrants at the $6.00 repriced warrant value. As such, the Company issued 68 thousand $0.01 warrants, 80 thousand $4.20 warrants, and 80 thousand $5.70 warrants. As discussed above, the Amended Class C warrants were amended to an exercise price $4.00 per share. For the three months ended June 30, 2024, the Noteholders exercised an additional 428,951 shares, resulting in additional 583,373 shares of $0.01 warrants, 686,322 shares of $4.20 warrants, and 686,322 shares of $5.70 warrants.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p id="xdx_89B_eus-gaap--FairValueAssetsMeasuredOnRecurringAndNonrecurringBasisTableTextBlock_zhvZgI9lhnm6" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The following table represents the significant fair value assumptions used for warrants issued or repriced during the six months ended June 30, 2024:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> Schedule of Fair Value Assumptions For Warrants Issued</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: center"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: center"> </td> <td colspan="2" style="border-bottom: black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center">Six months ended
 June 30, 2024</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: center"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif">Stock price</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2.88- 4.07</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif">Exercise price</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif">$</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right"><span id="xdx_907_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice_iI_pid_c20240630__srt--RangeAxis__srt--MinimumMember__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_fKDEp_zGByHxcZWHc" title="Exercise price">0.01- <span id="xdx_90B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice_iI_pid_c20240630__srt--RangeAxis__srt--MaximumMember__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_fKDEp_z9b9LubcnP11" title="Exercise price">20.00</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif">Expected term in years</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right"><span id="xdx_907_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedTerm1_dtY_c20240101__20240630__srt--RangeAxis__srt--MinimumMember__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zMHiAKCrAHf5" title="Expected term in years">2.68 - <span id="xdx_90F_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedTerm1_dtY_c20240101__20240630__srt--RangeAxis__srt--MaximumMember__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zS0bs7llfXk4" title="Expected term in years">8.77</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; width: 80%">Expected dividend yield</td> <td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right"><span id="xdx_90E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zrnCy4IDpZtb" title="Expected dividend yield">0.00</td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%">%</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif">Volatility</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right"><span id="xdx_907_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zWKE3RrCSGF8" title="Volatility rate minimum">110.0 - <span id="xdx_901_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMaximum_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_znyOGgfQ5bdd" title="Volatility rate maximum">137.50</td> <td style="font: 10pt Times New Roman, Times, Serif">%</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-*

align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif">Risk-free interest rate</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right"><span id="xdx_904_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMinimum_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_z9RGx8YbiqCe" title="Risk-free interest rate minimum">4.28- <span id="xdx_904_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMaximum_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zwx4FGN6yCVf" title="Risk-free interest rate maximum">4.44</td> <td style="font: 10pt Times New Roman, Times, Serif">%</td></tr> </table>   NYDIG Financing   Schedule of Financing Debt <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid">(Dollars in thousands)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: center">Maturity Dates</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: center">Interest Rate</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--NYDIGMember_zMSWPVW4lBFj" style="border-bottom: Black 1.5pt solid; text-align: center">January 1, 2024 -
 June 30,
 2024</td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20231231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--NYDIGMember_zGsOlOdqdxs4" style="border-bottom: Black 1.5pt solid; text-align: center">January 1, 2023 -
 December 31,
 2023</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr id="xdx_40D_eus-gaap--DebtInstrumentFaceAmount_iI_pn3n3_maLPzgaF_zqHPkYul5fe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 30%; text-align: left">NYDIG Loans #1-11</td><td style="width: 2%"> </td> <td style="width: 18%; text-align: center">April 25, 2023 thru January 25, 2027*</td><td style="width: 2%"> </td> <td style="width: 18%; text-align: right">12% thru 15%</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 11%; text-align: right">9,183</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 11%; text-align: right">10,546</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td> </td><td> </td> <td style="text-align: right"> </td><td> </td> <td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--ForeclosedAssets_iNI_pn3n3_di_msLPzgaF_z10ZZU79e9uk" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Less: repossession of collateralized assets</td><td style="padding-bottom: 1.5pt"> </td> <td style="text-align: right; padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="text-align: right; padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,363</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_40B_eus-gaap--LoansPayable_iTI_pn3n3_mtLPzgaF_zgUX8T61Jo8d" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Total outstanding debt</td><td style="padding-bottom: 2.5pt"> </td> <td style="text-align: right; padding-bottom: 2.5pt"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="text-align: right; padding-bottom: 2.5pt"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">9,183</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">9,183</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.25in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top; width: 0.25in">*</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">Due to event of default- the entire NYDIG Financing became current, see note below.</td></tr> </table>   On December 30, 2021, Soluna MC Borrowing 2021-1 LLC (the “Borrower”), an indirect wholly owned subsidiary of the Company entered into a Master Equipment Finance Agreement (the “Master Agreement”) with NYDIG ABL LLC (“NYDIG”) as lender, servicer and collateral agent (the “NYDIG facility”). The Master Agreement outlined the framework for a financing up to approximately $<span id="xdx_900_eus-gaap--DebtConversionOriginalDebtAmount1_pn5n6_c20211230__20211230__us-gaap--TypeOfArrangementAxis__custom--MasterAgreementMember__us-gaap--DebtInstrumentAxis__custom--NYDIGMember_zbPtXvEdZQ89" title="Aggregate debt amount">14.4 million in aggregate equipment financing. Subsequently, the parties negotiated the specific terms of each equipment financing transaction as well as the terms upon which the Noteholders would consent to the transactions contemplated by the Master Agreement.   On January 14, 2022, the Borrower effected an initial drawdown under the Master Agreement in the aggregate principal amount of approximately $4.6 million that bore interest at 14% and was to be repaid over 24 months. On January 26, 2022, the Borrower had a subsequent drawdown of $9.8 million. As part of the transactions contemplated under the Master Agreement, (i) the Company’s indirect wholly owned subsidiary, Soluna MC LLC, formerly EcoChain Block LLC (“Guarantor”), which is the owner of <span id="xdx_900_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20220126__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--SolunaMCLLCMember_z5ePgyCnfunc" title="Equity interest ownership percentage">100% of the equity interests of Borrower, executed a Guaranty Agreement in favor of NYDIG, as lender, dated as of December 30, 2021 (the “Guaranty Agreement”), (ii) Borrower has granted a lien on, and security interest in, all of its assets to NYDIG, as collateral agent, (iii) Guarantor entered into an equipment financing arrangement on assets purchased with the borrowed funds, (iv) Borrower would borrow from NYDIG the loans as forth in certain loan schedules (the “Specified Loans”), and (v) Borrower had executed a Digital Asset Account Control Agreement (the “ACA Wallet Agreement”) with NYDIG, as collateral agent and secured party, and NYDIG Trust Company LLC, as custodian, dated as of December 30, 2021, as well as such other agreements related to the foregoing as mutually agreed (collectively, the “NYDIG Transactions”).   In connection with the NYDIG Transactions, on January 13, 2022, the Company entered into a Consent and Waiver Agreement, dated as of January 13, 2022 (the “Consent”), with the Noteholders, in connection with the October SPA, pursuant to which the Noteholders agreed to waive any lien on, and security interest in, certain assets, provided various contingencies are fulfilled, and each Noteholder who acquired October Secured Notes having a principal amount of not less than $3,000,000 agreed to waive its rights under

Section 4.17 of the October SPA to participate in Subsequent Financings (as defined in the October SPA) with respect to the NYDIG Transactions and any additional loans under the MEFA that only finance the purchase of equipment from NYDIG, in order to consent to the NYDIG Transactions. Pursuant to the Consent, the Noteholders also waived the current requirement of the October SPA and the other transaction documents (collectively, the "SPA Documents") that the Borrower become an Additional Debtor (as defined in the Security Agreement) and execute an Additional Debtor Joinder (as defined in the Security Agreement) for so long as the Specified Loans were outstanding, and NYDIG would not have entered into a subordination or intercreditor agreement with respect to the Guaranty. Further, pursuant to the Consent, the Noteholders waived the right to accelerate the Maturity Date of the October Secured Notes and the right to charge a default rate of interest on such Notes, in each case, with respect to certain changes in names of, and jurisdiction of incorporation, of the Debtors (as defined in the SPA Documents), which waiver would not waive any other Event of Default (as defined in any of the SPA Documents), known or unknown, as of the date of Consent.   Promptly after the date of the Consent, the Company issued warrants to purchase up to <span id="xdx_903_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_c20220113__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zKSNOaPnZlPa" title="Issuance to purchase of warrants">3,400 shares of common stock to the Noteholder holding the largest outstanding principal amount of October Secured Notes as of the date of the Consent. Such warrants were substantially in form similar to the other warrants held by the Noteholders. Such warrants were exercisable for three years from the date of the Consent at an exercise price of $237.50 per share. On December 5, 2022, the exercise price of the warrants was reduced to an exercise price of $19.00 per share, effective with the closing of the Securities Purchase Agreement Offering on December 5, 2022.   The Company, through the Borrower, was required to make average monthly principal and interest payments to NYDIG of approximately $730 thousand on initial drawdown in aggregate principal amount of approximately $4.6 million bearing interest at 14%, and a subsequent drawdown of $9.8 million.   On December 20, 2022, the Borrower received a Notice of Acceleration and Repossession (the "NYDIG Notice") from NYDIG with respect to the Master Agreement, by and between Borrower and NYDIG. The obligations of Borrower under the Master Agreement and reflected in the NYDIG Notice are ring-fenced to Borrower and its direct parent company, Soluna MC LLC. The Company is not a party to any guaranty, collateral agreement or other support agreement with or for the benefit of NYDIG.   The NYDIG Notice states that (a) Borrower failed to observe or perform certain covenants, conditions or agreements contained in the Master Agreement and such failure continued unremedied for a period of ten days after Borrower's knowledge of such breach, which resulted in an event of default under the Master Agreement, and (b) Borrower defaulted under the guaranty, collateral agreement, or other support agreement, which resulted in an event of default under the Master Agreement. In addition, the NYDIG Notice states that Borrower failed to pay certain payments of principal and interest under the Master Agreement when due, which failure also constituted an event of default under the Master Agreement. As a result of the foregoing events of default, and pursuant to the Master Agreement, NYDIG (x) declared the principal amount of all loans due and owing under the Master Agreement and all accompanying Loan Documents (as defined in the Master Agreement) to be due and immediately payable, (y) imposed a default rate of interest on any outstanding principal amount of each loan (together with all then unpaid interest accruing thereon) and all other obligations under the Master Agreement and the Loan Documents, and (z) demanded the return of all equipment subject to the Master Agreement and the Loan Documents. As such, the principal balance of $10.5 million became due immediately and the Borrower was to bear interest, at a rate per annum equal to 2.0% plus the rate per annum otherwise applicable to such obligations set forth in the Master Agreement. Also, as the Company was not able to obtain a waiver, the outstanding deferred financing costs were written off. As of December 31, 2022, the Borrower had incurred accrued interest and penalty of approximately $274 thousand. On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, and repossessed the collateralized assets that totaled approximately $3.4 million, in which approximately $560 thousand was first used to pay off accrued interest and penalty to date. On September 5, 2023, NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIG's motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. The Company applied the per diem interest rate agreed upon with the summary judgement for the three and six months ended June 30, 2024 and recorded interest expense of approximately $361 thousand and $723 thousand and has an outstanding interest and penalty accrual of approximately $1.5 million recorded within "Accrued Liabilities" as of June 30, 2024. See Note 10 for further information in relation to the NYDIG litigation matter.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"><i>Loan and Security Agreement</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <p id="xdx_89C_eus-gaap--ScheduleOfDebtInstrumentsTextBlock_zrY4FmtI17Pc" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"><i>Navitas Term Loan</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Schedule of Navitas Term Loan</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: center">Maturity Date</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; text-align: center">Interest Rate</td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20240630__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember_zIblXFoQCA4h" style="border-bottom: Black 1.5pt solid; text-align: center">January 1, 2024-
 June 30,
 2024</td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20231231__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember_zMlU8sqhjtUi" style="border-bottom: Black 1.5pt solid; text-align: center">May 9, 2023-
 December 31,
 2023</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr id="xdx_40D_eus-gaap--DebtInstrumentFaceAmount_iI_pn3n3_maDCzokW_z3jwbnga2bpg" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 30%; text-align: left">Term Loan and capitalized interest (excludes debt issuance cost)</td><td style="width: 2%"> </td> <td style="width: 16%; text-align: center">May 9, 2025</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 16%; text-align: right">15</td><td style="width: 1%; text-align: left">%</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="width: 12%; text-align: right">1,707</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">2,254</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DebtInstrumentAnnualPrincipalPayment_iNI_pn3n3_di_msDCzokW_zGiTVsPSjOR8" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">

Less: principal and capitalized interest payments</td><td> </td> <td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,234</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(547</td><td style="text-align: left">)</td></tr><tr id="xdx_40B_eus-gaap--UnamortizedDebtIssuanceExpense_iNI_pn3n3_di_msDCzokW_zEjcECyDRbRc" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left; padding-bottom: 1.5pt">Less: debt issuance costs</td><td style="padding-bottom: 1.5pt"> </td><td style="text-align: right; padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(13</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(25</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr><tr id="xdx_407_eus-gaap--DebtCurrent_iTI_pn3n3_mtDCzokW_zxsKKDjMwNi9" style="vertical-align: bottom; background-color: White"><td style="text-align: left; padding-bottom: 2.5pt">Total outstanding debt</td><td style="padding-bottom: 2.5pt"> </td> <td style="text-align: right; padding-bottom: 2.5pt"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">460</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,682</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr></table> On May 9, 2023, DVCC and Navitas West Texas Investments SPV, LLC entered into a 2-year Loan Agreement (“Term Loan”) for $<span id="xdx_908_eus-gaap--DebtInstrumentFaceAmount_iI_c20230509__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember_ziew3uNOyba9" title="Term loan">2,050,000. The unpaid principal balance of the Term Loan shall bear interest at per annum rate equal to <span id="xdx_90C_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_pid_dp_c20230509__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember_zOf3R4jtHjjh" title="Interest rate">15%. Beginning on the last Business Day of the month in which the In-Service Date occurs (date Dorothy 1B is put into full operation following the planned ramp-up period), and continuing on the last Business Day of each month thereafter until the repayment of all Term Loan debt principal and accrued interest occurs, DVCC shall make debt service payments on the Term Loan through a cash sweep with the Site-level Free Cash Flow (total revenue of DVCC minus power costs and site level costs listed in Loan and Security agreement), otherwise to be distributed to Soluna Holdings, Inc., the ultimate parent entity of DVCC (the “SLNH Cash”) being applied as a permanent repayment of the Loan in an amount equal to the greater of: (i) the sum of (A) the amount of accrued and unpaid interest that has not yet been added to the principal balance of the Term Loan, if any, plus (B) an amount equal to 1/24th of the then outstanding principal balance of the Term Loan; provided that the aggregate amount payable pursuant to this clause (i) shall not exceed SLNH Cash times 0.60; or (ii) SLNH Cash times 0.33. Any and all monthly debt service amounts so paid to Lender shall be applied first to accrued and unpaid interest that has not yet been added to the principal balance of the Term Loan, if any, and then to repayment of the then outstanding principal balance of the Term Loan. On the Term Loan Maturity Date (<span id="xdx_908_eus-gaap--DebtInstrumentMaturityDate_dd_c20240101__20240630__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember_zm99pIwvxfS7" title="Maturity date">May 9, 2025), all remaining principal and accrued and unpaid interest that has not yet been added to the principal balance of the Term Loan, if any, shall become immediately due and owing in full and shall be paid by wire transfer in immediately available funds. As of June 30, 2024 and December 31, 2023, approximately $460 thousand and $1.7 million is included in the current portion of debt as the Company’s expectation is that principal and capitalized interest payments will be made to pay off the Term Loan within one year after quarter or year-end. The Company has paid approximately $1.2 million in principal for the six months ended June 30, 2024 and $547 thousand in principal and capitalized interest payments for the year ended December 31, 2023. Interest expense related to the Navitas Term Loan for the three and six months ended June 30, 2024 was approximately $<span id="xdx_900_eus-gaap--InterestExpenseDebt_pn3n3_c20240401__20240630__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember_z4LV8L3XK1xe" title="Interest expense, debt">37 and $<span id="xdx_908_eus-gaap--InterestExpenseDebt_pn3n3_c20240101__20240630__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember_zl9LK2PxY03f" title="Interest expense, debt">100 thousand. Equipment Loan Agreement On May 16, 2024, SDI SL Borrowing - 1, LLC, an affiliate of Soluna Holdings, Inc. (the “Borrower”) entered into a loan agreement (the “Equipment Loan Agreement” or the “Loan”) with Soluna2 SLC Fund II Project Holdco LLC (the “Lender”, and collectively, the “Parties”). The Equipment Loan Agreement provides for the Company to borrow, from time to time, up to $1.0 million to be used to purchase necessary equipment for the progression of Project Dorothy 2. Any loans made under the Equipment Loan Agreement have a maturity date of May 16, 2027, and will bear interest at a rate of 15% per annum. The Equipment Loan Agreement includes customary covenants for loans of this nature, as well as a multiple on invested capital (“MOIC”) provision, which requires the Company to pay, in addition to principal and interest, an amount equal to the difference of (i) the greater of (a) the principal amount of the Loan being repaid plus all interest previously paid or simultaneously being paid to Lender in respect of such principal of the Loan, and (b) the principal amount of the Loan being repaid multiplied by three, minus (ii) the sum of the principal amount of the Loan being repaid plus all interest previously paid or simultaneously being paid to Lender in respect of such principal of the Loan.   On May 16, 2024, the Parties entered into the Security Agreement in connection with the Loan Agreement as described above. The Security Agreement grants a collateral security interest in the equipment purchased under the Equipment Loan Agreement to secure the obligations of the Borrower under said Agreement in the event full performance and payment of the Equipment Loan Agreement becomes due. On May 17, 2024, the Borrower drew down $720 thousand of the equipment loan with the Lender. As of June 30, 2024, the Borrower has an outstanding principal and compounded interest of approximately $734 thousand. In addition, the Borrower had deferred financing costs associated with the line of credit of approximately $118 thousand. Per ASC 835-30-545-1, debt issuance costs related to line of credits should be recorded as an asset and amortized over the life of the line of credit agreement. As such, the Company recorded $<span id="xdx_903_eus-gaap--PrepaidExpenseAndOtherAssetsCurrent_iI_pn3n3_c20240630__us-gaap--ClassOfFinancingReceivableTypeOfBorrowerAxis__custom--BorrowerMember_zMQEw7sWLXAl" title="Prepaid expenses and other current assets">39 thousand within Prepaid expenses and other current assets and $79 thousand within Other assets on the condensed balance sheet as of June 30, 2024. As noted in Footnote 17, on the July 22, 2024, the Borrower satisfied and repaid the Borrowing Amount in full by issuing the Investor Class B Membership Interests in the Dorothy 2 project at three times the value of the Borrowing Amount (i.e., $2.16 million). June 2024 Secured

Note Financing</i>   Schedule of Secured Note Financing <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: center">Maturity Date</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; text-align: center">Interest Rate</td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49A_20240630__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember_zYTXpIqggOu6" style="border-bottom: Black 1.5pt solid; text-align: center">June 20, 2024-
 June 30,
 2024</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr id="xdx_40D_eus-gaap--DebtInstrumentFaceAmount_iI_pn3n3_maDCzokW_zVrV6MqaDw58" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 48%; text-align: left">Term Loan and capitalized interest (excludes debt issuance cost)</td><td style="width: 2%"> </td> <td style="width: 14%; text-align: center">June 20, 2027</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td> <td style="width: 14%; text-align: right">9</td><td style="width: 1%; text-align: left">%</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">12,531</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--DebtInstrumentAnnualPrincipalPayment_iNI_pn3n3_di_msDCzokW_zZmVIVeDvin6" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Less: principal and capitalized interest payments</td><td> </td> <td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">-</td><td style="text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--DebtInstrumentUnamortizedDiscount_iNI_di_zTS2wwXMmFX7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Less: debt discount</td><td> </td> <td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(314</td><td style="text-align: left">)</td></tr> <tr id="xdx_40B_eus-gaap--UnamortizedDebtIssuanceExpense_iNI_pn3n3_di_msDCzokW_zuRBTKiXZcC4" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: debt issuance costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="text-align: right; padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(557</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_402_eus-gaap--NotesPayable_iI_zNnysIjU7RLe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Total outstanding note</td><td> </td> <td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11,660</td><td style="text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--LongTermDebtCurrent_iI_zRwLmjg8Og15" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">(Less) Current note outstanding</td><td style="padding-bottom: 1.5pt"> </td> <td style="text-align: right; padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,632</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--LongTermDebt_iI_z85Tj4uuucN6" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt">Long-term note outstanding</td><td style="padding-bottom: 2.5pt"> </td> <td style="text-align: right; padding-bottom: 2.5pt"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">9,028</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   On June 20, 2024, Soluna AL CloudCo, LLC (“CloudCo”), an indirect wholly-owned subsidiary of Soluna Holdings, Inc. (the “Company”), issued a $12.5 million secured promissory note to an accredited investor under a Note Purchase Agreement (the “June SPA”). The note accrues 9% interest annually, adjustable upon default, and matures on June 20, 2027. CloudCo’s obligations are secured by its assets under a security agreement.   As additional credit support, Soluna Cloud, Inc., CloudCo’s parent company, provided a guaranty secured by its assets and a pledge of CloudCo’s membership interests. The Company, as Soluna Cloud’s sole stockholder, also provided a guaranty secured by its assets and a pledge of its shares in Soluna Cloud.   These arrangements are documented in the “CloudCo Agreements,” “Cloud Agreements,” and “Holdings Agreements.”   As an inducement for the Investor to purchase the Note, Soluna Cloud will issue a warrant (the “ Cloud Warrant”) exercisable within three years from June 20, 2024. This Warrant allows the Investor to purchase a number of shares of Soluna Cloud common stock equal to 12.5% of the issued and outstanding common stock as of the Cloud Warrant date divided by 0.875, plus 12.5% of each Qualified Issuance divided by 0.875. In addition, granting of appreciation rights, phantom rights, or other rights with equity features would result in adjustments to the aggregate number of warrants issued.   A “Qualified Issuance” includes any issuance of common stock by Soluna Cloud from the day after the Cloud Warrant date until the earlier of raising an additional $<span id="xdx_908_eus-gaap--ProceedsFromIssuanceOrSaleOfEquity_pn5n6_c20240101__20240630_zENziteyLl12" title="Additional

common stock issued">112.5 million or December 31, 2024, as well as shares issuable upon exercise or conversion of convertible securities issued during this period, excluding certain equity compensation plan issuances.   On June 20, 2024, the Company recorded the Cloud Warrant as a liability valued at approximately $314 thousand and a related debt discount, which will be amortized over the loan's term.   In connection with the June 2024 transactions, the purchasers (collectively, the "Purchasers") of the secured convertible notes ("Senior Notes") issued under the Securities Purchase Agreement dated October 25, 2021 (as amended, the "2021 Purchase Agreement"), along with Collateral Services LLC as collateral agent, consented to the June 2024 transactions. They also agreed to enter into an intercreditor agreement with the Investor regarding these transactions.   For the three and six months ended June 30, 2024, the Company incurred approximately $31 thousand in interest expense related to the June SPA.   October 2021 Secured Notes—Extension of Maturity Date   Pursuant to Section 6.a. of the Fourth Amendment Agreement to the 2021 Purchase Agreement, dated as of February 28, 2024, the Company exercised its right to extend the maturity date of the Senior Notes for an additional six months, or until January 24, 2025, in order to enable the Company to continue to pursue its significant project development opportunities for Soluna Cloud, Dorothy 2 and other projects.   Line of Credit   On September 15, 2021, the Company entered into a $1.0 million unsecured line of credit with KeyBank National Association ("KeyBank"), that allows the Company to request loans and to use the proceeds of such loans for working capital and other general corporate purposes (the "KeyBank facility"). The line of credit bears interest at a rate of Prime + 0.75% per annum. Accrued interest is due monthly and principal is due in full following KeyBank's demand. As of January 1, 2023, the Company had drawn on the line of credit and approximately $350 thousand of the amount drawn under the line of credit remained outstanding. As of December 31, 2023, the remaining $350 thousand had been paid down. The Company does not have any remaining balance outstanding as of December 31, 2023 and June 30, 2024. The Company does not plan to draw down on the line of credit in the foreseeable future. In addition, future drawdowns require pre-approval by KeyBank.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0"> </p> <p id="xdx_89C_eus-gaap--ConvertibleDebtTableTextBlock_zF9FpFjwVtq6" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">Debt consists of the following</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0">Schedule of Debt</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands):</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Maturity Date</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Interest Rate</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20240630_zKij2gOd6Nxd" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">June 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20231231_ztFae4b4EBl3" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_400_eus-gaap--DebtInstrumentFaceAmount_iI_pn3n3_hus-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleNotesPayableMember_z81ao24cpoC2" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 40%; text-align: left">Convertible Note</td><td style="width: 2%"> </td> <td style="width: 16%; text-align: center">January 24, 2025</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 10%; text-align: right">*18</td><td style="width: 1%; text-align: left">%</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">7,851</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">8,474</td><td style="width: 1%; text-align: left"> </td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.25in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; vertical-align: top; width: 0.25in">2</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">Default interest was waived on March 10, 2023, and no further default interest applied on the Convertible Note for the remainder of the year.</td></tr> </table> 2025-01-240.187851000847400016300000150000001776073 9.18177607312.5015180.082023-04-250.18<p id="xdx_89C_eus-gaap--FairValueAssetsMeasuredOnNonrecurringBasisTextBlock_zki4K3KkQ3p9" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify"><i><i>Schedule of Changes in Level 3 Financial Liabilities Carried at Fair Value</i></i></p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td>(in thousands)</td><td> </td> <td colspan="2" id="xdx_4B7_us-gaap--FairValueByFairValueHierarchyLevelAxis_us-gaap--FairValueInputsLevel3Member_zmPLR89LuzLh" style="text-align: right"> </td><td> </td></tr> <tr id="xdx_43A_c20230101__20230331_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zId3EkyV7bI3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 80%">Balance, January 1, 2023</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="width: 16%; text-align: right">12,254</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_zbX01H54f0sh" style="vertical-align: bottom; background-color: White"> <td>Conversions of debt (January 2023- March 31, 2023)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,395</td><td style="text-align: left">)</td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zENcZ9HDLsB7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Total revaluation gains (January 2023- March 31, 2023)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(473</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_432_c20230401__20230630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zrqIu3Sw0z04" style="vertical-align: bottom; background-color: White"> <td>Balance, March 31, 2023</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10,386</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_zhzXqXXtvGKl" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Conversions of debt (April 1, 2023- June 30, 2023)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(400</td><td style="text-align: left">)</td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_z5ujQm6MnYNg" style="vertical-align: bottom;

background-color: White"> <td style="padding-bottom: 1.5pt">Total revaluation losses (April 1, 2023- June 30, 2023)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">724</td> <td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_432_c20230701__20231231_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zMA6XB9NQwlf" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Balance June 30, 2023</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10,710</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_zIjsYYDvSug5" style="vertical-align: bottom; background-color: White"> <td>Conversions of debt (July 1, 2023- December 31, 2023)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(4,219</td><td style="text-align: left">)</td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zkcactX7ewn1" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Total revaluation losses (July 1, 2023- December 31, 2023)</td><td style="padding-bottom: 1.5pt"> </td><td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,983</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_437_c20240101__20240331_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zefmnOaHcCT6" style="vertical-align: bottom; background-color: White"> <td>Balance December 31, 2023</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">8,474</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_z9KHkiMeHnld" style="vertical-align: bottom; background-color: White"> <td>Conversions of debt (January 1, 2024- March 31, 2024)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,023</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zD7uyNp0VMB7" style="vertical-align: bottom; background-color: White"> <td>Total revaluation gains (January 1, 2024- March 31, 2024)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(1,235</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: right"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_431_c20240401__20240630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_zYNTdYXHHbda" style="vertical-align: bottom; background-color: White"> <td>Balance March 31, 2024</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,216</td><td style="text-align: left"> </td></tr> <tr id="xdx_43A_c20240401__20240630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iS_pn3n3_z5BtuzeoZYk" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: White"> <td>Financial liabilities, Balance</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6,216</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_zNGZYXEgBuzb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Conversions of debt (April 1, 2024- June 30, 2024)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(2,689</td><td style="text-align: left">)</td></tr> <tr id="xdx_404_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPurchasesSalesIssuancesSettlements_pn3n3_z6jg7ZIbBQm7" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Conversions of debt</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(2,689</td><td style="text-align: left">)</td></tr> <tr id="xdx_40E_ecustom--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityExtensionFee_pn3n3_zfOZzVRGHWLd" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Extension fee</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">325</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zqCXgKlyDygi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Total revaluation losses (April 1, 2024- June 30, 2024)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,999</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisLiabilityPeriodIncreaseDecrease_pn3n3_zAqJgG3wOdH2" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Total revaluation losses</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,999</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_434_c20240401__20240630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iE_pn3n3_zZzIVSF1aFjd" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Balance June 30, 2024</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">7,851</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr id="xdx_43E_c20240401__20240630_eus-gaap--FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue_iE_pn3n3_zyOZLasaiGS8" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: White"> <td style="padding-bottom: 2.5pt">Financial liabilities, Balance</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">7,851</td><td style="text-align: left"> </td></tr> </table> 12254000-1395000-4730001038600-4000007240001071000-42190001983000847400-1023000-1235000621600062160000-2689000-2689000325000399900039990000785100078510002700000370000040000000.028000000.043250007900000530000040000018000007240002510000 <p id="xdx_89F_eus-gaap--ScheduleOfCarryingValuesAndEstimatedFairValuesOfDebtInstrumentsTableTextBlock_zUHKWhPcMnK4" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The following table represents the significant and subjective fair value assumptions used for Convertible Notes during the six months ended June 30, 2024:   Schedule of Fair Value Assumptions For Convertible Notes <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td><td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center"> Six months ended June 30, 2024 </td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Stock price</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right"><span id="xdx_902_eus-gaap--DebtInstrumentMeasurementInput_iI_pid_uPure_c20240630__srt--RangeAxis__srt--MinimumMember__us-gaap--ShortTermDebtTypeAxis__us-gaap--

ConvertibleDebtMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputSharePriceMember_zi6PSEjhzHal" title="Stock price">2.88 - <span id="xdx_907_eus-gaap--DebtInstrumentMeasurementInput_iI_pid_uPure_c20240630__srt--RangeAxis__srt--MaximumMember__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputSharePriceMember_fKDEp_z3MffpSpR6f7" title="Stock price">6.09</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="width: 80%">Conversion price</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 16%; text-align: right"><span id="xdx_901_eus-gaap--DebtInstrumentConvertibleConversionPrice1_iI_pid_c20240630__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputConversionPriceMember_zumrYkIQA5s8" title="Conversion price">3.78</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Volatility</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><span id="xdx_908_eus-gaap--DebtInstrumentMeasurementInput_iI_pid_dp_uPure_c20240630__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--RangeAxis__srt--MinimumMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputPriceVolatilityMember_zCBLQvVQD7D2" title="Volatility rate minimum">90.0 - <span id="xdx_903_eus-gaap--DebtInstrumentMeasurementInput_iI_pid_dp_uPure_c20240630__us-gaap--ShortTermDebtTypeAxis__us-gaap--ConvertibleDebtMember__srt--RangeAxis__srt--MaximumMember__us-gaap--MeasurementInputTypeAxis__us-gaap--MeasurementInputPriceVolatilityMember_zUugzLQKAMW6" title="Volatility rate maximum">115</td><td style="text-align: left">%</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Risk-free interest rate</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5.31- 5.46</td><td style="text-align: left">%</td></tr> </table>
2.886.093.780.9001.150.05310.05469500000.186170006170002500000.1424000012.508000020.001000012.50400001000017.50400001000022.50400000.04991500000470000
the new Transaction Documents, in the event the prepayment occurs between February 15, 2024 and July 24, 2024, prepayment penalty is reduced to 10%.15000005.0050000470000003.781500000.0131.33ATM Floor Price means $10 per share initially, which is reduced to $8 per share six months after the ATM is effective and $6 per share 12 months after the after the effective date of the ATM.0.023.788500000.013200053.783.784789516.006.00For every one $6.00 Repriced Warrant exercised by a Purchaser, such Purchaser shall receive 1.36 new five-year warrants with an exercise price of $0.01, 1.6 new five-year warrants with an exercise price of $4.20, and 1.6 new five-year warrants with an exercise price of
$5.70.3250003250003.786.005800000150000060000000.016000005161853056951618 6.005161838600006 40.618366000500006.00680000.01800004.20800005.704.004289515 8<p id="xdx_89B_eus-gaap--FairValueAssetsMeasuredOnRecurringAndNonrecurringBasisTableTextBlock_zhvZgI9lhnm6" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The following table represents the significant fair value assumptions used for warrants issued or repriced during the six months ended June 30, 2024:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">Schedule of Fair Value Assumptions For Warrants Issued</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: center"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: center"> </td> <td colspan="2" style="border-bottom: black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center">Six months ended
 June 30, 2024</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: center"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif">Stock price</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"><span style="font-family: Times New Roman, Times, Serif, font-size: 10pt">$</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2.88- 4.07</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif">Exercise price</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif">$</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right"><span id="xdx_907_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice_iI_pid_c20240630__srt--RangeAxis__srt--MinimumMember__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_fKDEp_zGByHxcZWIc" title="Exercise price">0.01- <span id="xdx_90B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice_iI_pid_c20240630__srt--RangeAxis__srt--MaximumMember__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_fKDEp_z9b9LubcnP11" title="Exercise price">20.00</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif">Expected term in years</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right"><span id="xdx_907_eus-gaap--SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1_dtY_c20240101__20240630__srt--RangeAxis__srt--MinimumMember__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zMHiAKCrAHf5" title="Expected term in years">2.68 - <span id="xdx_90F_eus-gaap--SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1_dtY_c20240101__20240630__srt--RangeAxis__srt--MaximumMember__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zS0bs7llfXk4" title="Expected term in years">8.77</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; width: 80%">Expected dividend yield</td> <td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right"><span id="xdx_90E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zrnCy4IDpZtb" title="Expected dividend yield">0.00</td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%">%</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif">Volatility</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right"><span id="xdx_907_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zWKE3RrCSGF8" title="Volatility rate minimum">110.0 - <span id="xdx_901_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMaximum_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_znyOGgfQ5bdd" title="Volatility rate maximum">137.50</td> <td style="font: 10pt Times New Roman, Times, Serif">%</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif">Risk-free interest rate</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: right"><span id="xdx_904_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMinimum_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_z9RGx8YbiqCc" title="Risk-free interest rate minimum">4.28- <span id="xdx_904_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMaximum_pid_dp_uPure_c20240101__20240630__us-gaap--FinancialInstrumentAxis__us-gaap--WarrantMember_zwx4FGN6yCVf" title="Risk-free interest rate maximum">4.44</td> <td style="font: 10pt Times New Roman, Times, Serif">%</td></tr> </table>
2.884.070.0120.00P2Y8M4DP8Y9M7D0.00001.1001.37500.04280.0444 NYDIG Financing Schedule of Financing Debt <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid">(Dollars in thousands)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: center">Maturity Dates</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: center">Interest Rate</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--NYDIGMember_zMSWPVW4IBFj" style="border-bottom: Black 1.5pt solid; text-align: center">January 1, 2024 -
 June 30,
 2024</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20231231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--NYDIGMember_zGsOIOdqdxs4" style="border-bottom: Black 1.5pt solid; text-align: center">January 1, 2023 -
 December 31,
 2023</td><td style="padding-bottom: 1.5pt"> </td></tr> <tr>

id="xdx_40D_eus-gaap--DebtInstrumentFaceAmount_iI_pn3n3_maLPzgaF_zqHPkYuI5tfe" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 30%; text-align: left">NYDIG Loans #1-11</td><td style="width: 2%"> $</td> <td style="width: 18%; text-align: center">April 25, 2023 thru January 25, 2027*</td><td style="width: 2%">$</td> <td style="width: 18%; text-align: right">12% thru 15%</td><td style="width: 2%">$</td> <td style="width: 1%; text-align: left">$</td><td style="width: 11%; text-align: right">9,183</td><td style="width: 1%; text-align: left">$</td><td style="width: 2%">$</td> <td style="width: 1%; text-align: left">$</td><td style="width: 11%; text-align: right">10,546</td><td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td></tr> <tr style="vertical-align: bottom; background-color: White"> <td>Less: repossession of collateralized assets</td><td>(1,363</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_40B_eus-gaap--LoansPayable_iTI_pn3n3_mtLPzgaF_zgUX8T61Jo8d" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 2.5pt">Total outstanding debt</td><td style="padding-bottom: 2.5pt">$</td><td style="padding-bottom: 2.5pt">$</td><td style="text-align: right; padding-bottom: 2.5pt">9,183</td><td style="padding-bottom: 2.5pt">$</td><td style="text-align: right; padding-bottom: 2.5pt">9,183</td></tr></table> Navitas Term Loan (Dollars in thousands)</td><td style="padding-bottom: 1.5pt">Maturity Date</td><td colspan="2" id="xdx_495_20240630__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember_zIblXFoQCA4h" style="border-bottom: Black 1.5pt solid; text-align: center">January 1, 2024-
 June 30,
 2024</td><td style="padding-bottom: 1.5pt">Interest Rate</td><td colspan="2" id="xdx_49B_20231231__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember_zMlU8sqhjtUi" style="border-bottom: Black 1.5pt solid; text-align: center">May 9, 2023-
 December 31,
 2023</td><td style="padding-bottom: 1.5pt">Term Loan and capitalized interest (excludes debt issuance cost)</td><td>May 9, 2025</td><td>15</td><td>%</td><td>%</td><td>%

Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(13</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td><td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(25</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr><tr id="xdx_407_eus-gaap--DebtCurrent_iTI_pn3n3_mtDCzokW_zxsKKDjMwNi9" style="vertical-align: bottom; background-color: White"><td style="text-align: left; padding-bottom: 2.5pt">Total outstanding debt</td><td style="padding-bottom: 2.5pt"> </td><td style="text-align: right; padding-bottom: 2.5pt"> </td><td style="padding-bottom: 2.5pt"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">460</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">1,682</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr></table>
2025-05-090.151707000225400012340005470001300025000460000168200020500000.152025-05-094600001700000120000054700037000100000100000.00.157200007340001180003900079000216000 June 2024 Secured Note Financing

Schedule of Secured Note Financing
<table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%">
<tr style="vertical-align: bottom">
<td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="padding-bottom: 1.5pt"> </td>
<td style="border-bottom: Black 1.5pt solid; text-align: center">Maturity Date</td><td style="padding-bottom: 1.5pt"> </td>
<td colspan="2" style="border-bottom: Black 1.5pt solid; text-align: center">Interest Rate</td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td>
<td colspan="2" id="xdx_49A_20240630__us-gaap--TypeOfArrangementAxis__custom--LoanAndSecurityAgreementMember_zYTXpIqggOu6" style="border-bottom: Black 1.5pt solid; text-align: center">June 20, 2024-
 June 30,
 2024</td><td style="padding-bottom: 1.5pt"> </td></tr>
<tr id="xdx_40D_eus-gaap--DebtInstrumentFaceAmount_iI_pn3n3_maDCzokW_zVrV6MqaDw58" style="vertical-align: bottom; background-color: rgb(204,238,255)">
<td style="width: 48%; text-align: left">Term Loan and capitalized interest (excludes debt issuance cost)</td><td style="width: 2%"> </td>
<td style="width: 14%; text-align: center">
<span class="xdx_phnt_RGlzY2xvc3VyZSAtIFNjaGVkdWxlIG9mIE5hdml0YXMgVGVybSBMb2FuIChEZXRhaWxzKSAoUGFyZW50aGV0aWNhbCkA" id="xdx_905_eus-gaap--DebtInstrumentMaturityDate_dd_c20240101__20240630__us-gaap--TypeOfArrangementAxis__custom--SecuredNoteFinancingMember__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember_zndwGmA7Jufk" title="Maturity date">June 20, 2027</td><td style="width: 2%"> </td><td style="width: 1%; text-align: left"> </td>
<td style="width: 14%; text-align: right">
<span class="xdx_phnt_RGlzY2xvc3VyZSAtIFNjaGVkdWxlIG9mIE5hdml0YXMgVGVybSBMb2FuIChEZXRhaWxzKSAoUGFyZW50aGV0aWNhbCkA" id="xdx_900_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_pid_dp_c20240630__us-gaap--TypeOfArrangementAxis__custom--SecuredNoteFinancingMember__us-gaap--DebtInstrumentAxis__custom--NavitasTermLoanMember_zBzWG5yVujPe" title="Interest rate">9</td><td style="width: 1%; text-align: left">%</td><td style="width: 2%"> </td>
<td style="width: 1%; text-align: left">$</td><td style="width: 14%; text-align: right">12,531</td><td style="width: 1%; text-align: left"> </td></tr>
<tr id="xdx_404_eus-gaap--DebtInstrumentAnnualPrincipalPayment_iNI_pn3n3_di_msDCzokW_zZmVIVeDvin6" style="vertical-align: bottom; background-color: White"><td style="text-align: left">Less: principal and capitalized interest payments</td><td> </td><td style="text-align: right"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right">-</td><td style="text-align: left"> </td></tr>
<tr id="xdx_40C_eus-gaap--DebtInstrumentUnamortizedDiscount_iNI_di_zTS2wwXMmFX7" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">Less: debt discount</td><td> </td><td style="text-align: right"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right">(314</td><td style="text-align: left">)</td></tr>
<tr id="xdx_40B_eus-gaap--UnamortizedDebtIssuanceExpense_iNI_pn3n3_di_msDCzokW_zuRBTKiXZcC4" style="vertical-align: bottom; background-color: White"><td style="text-align: left; padding-bottom: 1.5pt">Less: debt issuance costs</td><td style="padding-bottom: 1.5pt"> </td><td style="text-align: right; padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td><td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(557</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr>
<tr id="xdx_402_eus-gaap--NotesPayable_iI_zNnysIjU7RLe" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left">Total outstanding note</td><td> </td><td style="text-align: right"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td><td style="text-align: left"> </td><td style="text-align: right">11,660</td><td style="text-align: left"> </td></tr>
<tr id="xdx_40B_eus-gaap--LongTermDebtCurrent_iI_zRwLmjg8Qg15" style="vertical-align: bottom; background-color: White"><td style="text-align: left; padding-bottom: 1.5pt">(Less) Current note outstanding</td><td style="padding-bottom: 1.5pt"> </td><td style="text-align: right; padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right"> </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td><td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">2,632</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr>
<tr id="xdx_40F_eus-gaap--LongTermDebt_iI_z85Tj4uuucN6" style="vertical-align: bottom; background-color: rgb(204,238,255)"><td style="text-align: left; padding-bottom: 2.5pt">Long-term note outstanding</td><td style="padding-bottom: 2.5pt"> </td><td style="text-align: right; padding-bottom: 2.5pt"> </td><td style="padding-bottom: 2.5pt"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td><td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">9,028</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr>
</table>

2027-06-200.091253100031400055700011660000263200090280001250000000.091125000003140003100031000100000000.00.007535000035000 9. Stockholders’ Equity

<span style="font-family:

Times New Roman, Times, Serif; font-size: 10pt">Preferred Stock   The Company has two series of preferred stock outstanding: the Series A Preferred Stock, with a $<span id="xdx_907_eus-gaap--PreferredStockLiquidationPreference_iI_pid_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_z8GWUHCnR1mj" title="Preferred stock, liquidation preference">25.00 liquidation preference; and the Series B Convertible Preferred Stock, par value $<span id="xdx_904_eus-gaap--PreferredStockParOrStatedValuePerShare_iI_pid_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zUXjwhM5oSMc" title="Preferred stock, par value">0.0001 per share, with a stated value equal to $100.00 (the "Series B Preferred Stock"). As of June 30, 2024 and December 31, 2023, there were <span id="xdx_90A_eus-gaap--PreferredStockSharesOutstanding_iI_pid_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zguc4mF3usRg" title="Preferred stock, shares outstanding">4,953,545 and <span id="xdx_900_eus-gaap--PreferredStockSharesOutstanding_iI_pid_c20231231__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zBdYRN68Qkga" title="Preferred stock, shares outstanding">3,061,245 shares of Series A Preferred Stock issued and outstanding, respectively, and as of June 30, 2024 and December 31, 2023 there was <span id="xdx_908_eus-gaap--PreferredStockSharesOutstanding_iI_pid_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zTNsXpcQTzz5" title="Preferred stock shares outstanding"><span id="xdx_902_eus-gaap--PreferredStockSharesOutstanding_iI_pid_c20231231__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zkieKQeC5Wv1" title="Preferred stock shares outstanding">62,500 shares of Series B Preferred Stock issued and outstanding, respectively.   Series B Preferred Stock   On July 19, 2022, the Company entered into a Securities Purchase Agreement (the "Series B SPA") with an accredited investor (the "Series B Investor") pursuant to which the Company sold to the Series B Investor <span id="xdx_904_eus-gaap--PreferredStockSharesIssued_iI_pid_c20220719__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--TypeOfArrangementAxis__custom--SecuritiesPurchaseAgreementMember_zas6UjDMFEXj" title="Preferred stock shares sold">62,500 shares of Series B Preferred Stock, for a purchase price of $<span id="xdx_900_eus-gaap--StockIssuedDuringPeriodValueNewIssues_pid_c20220719__20220719__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--TypeOfArrangementAxis__custom--SecuritiesPurchaseAgreementMember_zOKaJxc0hyMj" title="Share purchase price">5,000,000. <span id="xdx_906_eus-gaap--ConversionOfStockDescription_c20220719__20220719__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--TypeOfArrangementAxis__custom--SecuritiesPurchaseAgreementMember_zaxhCQlOfNz" title="Share description">The shares of Series B Preferred Stock are initially convertible, subject to certain conditions, into <span id="xdx_905_eus-gaap--ConversionOfStockNewIssuance_c20220719__20220719__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--TypeOfArrangementAxis__custom--SecuritiesPurchaseAgreementMember_zNPv23AcIfKc" title="Share conversion to common stock">46,211 shares of common stock, at a price per share of $<span id="xdx_905_eus-gaap--SharesIssuedPricePerShare_iI_c20220719__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--TypeOfArrangementAxis__custom--SecuritiesPurchaseAgreementMember_zocCWd04WHxd" title="Share price">135.25 per share, a 20% premium to the closing price of the common stock on July 18, 2022, subject to adjustment as set forth in the Certificate of Designations of Preferences, Rights and Limitations for the Series B Preferred Stock ("Series B Certificate of Designations").   In addition, on July 19, 2022, the Company issued to the Series B Investor common stock purchase warrants (the "Series B Warrants") to purchase up to an aggregate of <span id="xdx_90D_eus-gaap--ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights_iI_c20220719__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--StatementEquityComponentsAxis__us-gaap--WarrantMember_zznG6B8ZEYpd" title="Warrants to purchase shares">40,000 shares of common stock at an initial exercise price of $<span id="xdx_906_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iI_c20220719__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember__us-gaap--StatementEquityComponentsAxis__us-gaap--WarrantMember_zbc3Sl8Etm85" title="Exercise price of warrants">250.00 per share. The Series B Investor is entitled to exercise the Series B Warrants at any time on or after the date that is 180 days following the issue date and on or prior to January 19, 2028. On the closing date of the next public offering of the common stock or other securities, the exercise price of the Series B Warrants is to adjust to a price equal to the lower of (a) the exercise price then in effect, or (b) the price of the warrants issued in the Company's next public offering, or if no warrants are issued in the Company's next public offering, 110% of the price per share of the common stock issued in the Company's next public offering. In addition, upon the Series B Closing, the Series B Investor delivered to the Company for cancellation an outstanding warrant to acquire <span id="xdx_905_eus-gaap--StockIssuedDuringPeriodSharesOther_c20220413__20220413__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zLdPoSl9eWzj" title="Shares issued for cancellation of warrants">40,000 shares of common stock at an exercise price of $287.50 per share previously issued on April 13, 2022, in connection with the Notes.   Common Stock   The Company has one class of common stock, par value $0.001 per share. Each share of the Company's common stock is entitled to one vote on all matters submitted to stockholders. As of June 30, 2024 and December 31, 2023, there were 5,232,104 and 2,505,620 shares of common stock issued and outstanding, respectively.   Dividends   Pursuant to the Certificate of Designations, <span id="xdx_902_eus-gaap--PreferredStockDividendPaymentTerms_c20240101__20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zGKaEtfn4Tld" title="Preferred stock, participation rights">Preferences and Rights of 9.0% Series A Cumulative Perpetual Preferred Stock of the Company, dividends, when, as and if declared by the Board (or a duly authorized committee of the Board), will be payable monthly in arrears on the final day of each month, beginning August 31, 2021. The Board of Directors had not declared any Series A Preferred Stock dividends beginning October 2022 through December 31, 2023, as such the Company has accumulated approximately $<span id="xdx_903_eus-gaap--PreferredStockAmountOfPreferredDividendsInArrears_pn5n6_c20221001__20231231__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zZvMslqpHSXh" title="Dividend arrears">8.6 million of dividends in arrears on the Series A Preferred Stock through December 31, 2023, and an additional $2.6 million and $4.3 million of dividends in arrears for the three and six months ended June 30, 2024 million, for a total of approximately $<span id="xdx_908_eus-gaap--DividendsPayableCurrentAndNoncurrent_iI_pn5n6_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zeAoIOluE1Ff" title="Dividends in arrears total">12.9 million.   The Company's Series B Preferred Stock includes a <span id="xdx_90A_eus-gaap--PreferredStockDividendRatePercentage_pid_dp_c20240101__20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zIt8ZNr3jCd8" title="Preferred stock, dividend rate, percentage">10% accruing dividend compounded daily for 12 months from the original issue date of July 20, 2022 that may be paid in cash or stock at the Company's option at the earlier of (i) the date the Series B Preferred Stock is converted, or (ii) the Series B Dividend Termination Date. On August 11, 2023, the Company paid a mandatory dividend on its outstanding Series B Convertible Preferred Stock in the amount of approximately $656 thousand. Pursuant to the Certificate of Designation for the Series B Stock, the Company had the option to pay the dividend in cash or shares of Common Stock. Pursuant to a Dividend Payment Agreement, the Company and the holder of the Series B Stock agreed to satisfy the payment of the dividend through the issuance of 44,000 shares of its Common Stock and <span id="xdx_903_ecustom--PrefundedWarrantsDividendsShares_pid_c20230811__20230811__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zXoBHkHEBOOj" title="Prefunded warrants dividends shares">70,300 prefunded warrants (the "Prefunded Warrants").   Each Pre-Funded Warrant has been funded to the amount of $.19999, with $<span id="xdx_903_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iI_c20230811__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zKZqWtzjNKUb" title="Share issued , price">0.00001 per share of common stock payable upon exercise, is immediately exercisable, may be exercised at any time until exercised in full and is subject to customary adjustments. The Pre-Funded Warrants may not be exercised if the aggregate number of shares of the Company's common stock beneficially owned by the holder (together with her affiliates) would exceed <span id="xdx_90E_ecustom--CommonStockSharesOutstandingPercentage_dp_c20230811__20230811__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_z3JQJRf4mkfa" title="Common stock shares percentage">4.99% of the Company's outstanding Common Stock immediately after exercise. However, the holder may increase (upon 61 days' prior notice from the holder to the Company) or decrease such percentages, provided that in no event such percentage exceeds <span id="xdx_90C_ecustom--CommonStockSharesOutstandingPercentage_dp_c20230811__20230811__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesBPreferredStockMember_zziwJNCJ56Ag" title="Common stock shares percentage">4.99%.   Reservation of Shares   <p id="xdx_89D_eus-gaap--DisclosureOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTextBlock_z246hwFRjpUe" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The Company had reserved common shares for future issuance as follows as of June 30, 2024: Schedule of Reserved Shares of Common Stock for Future Issuance   <table cellpadding="0" cellspacing="0"

style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_49C_20240630_zx3Uv8f5RLUb" style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iI_pid_uShares_zMP8aeskr4G3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 82%; text-align: left">Stock options outstanding</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 14%; text-align: right">3,325</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingNumber_iI_pid_uShares_zkYqWSlIfO8i" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Restricted stock units outstanding</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,692</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--ClassOfWarrantOrRightOutstanding_iI_pid_uShares_zIdovmKgVTtg" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Warrants outstanding</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,820,152</td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant_iI_pid_uShares_zOMeyIGxZrr7" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Common stock available for future equity awards or issuance of options</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">15,951</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--CommonStockCapitalSharesReservedForFutureIssuance_iI_pid_uShares_zpcgEfNUAhV7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Number of common shares reserved</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">3,845,120</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   The Company also notes that as of June 30, 2024, there are <span id="xdx_90E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant_iI_pid_c20240630__us-gaap--StatementClassOfStockAxis__us-gaap--SeriesAPreferredStockMember_zJ0uBzBHnAu2" title="Future equity awards">14,888 Series A preferred stock available for future equity awards under the 2021 Plan.   Loss per Share   The Company computes basic loss per common share by dividing net loss by the weighted average number of common shares outstanding during the reporting period. Diluted loss per share reflects the potential dilution, if any, computed by dividing loss by the combination of dilutive common share equivalents, comprised of shares issuable under outstanding investment rights, warrants and the Company's share-based compensation plans, and the weighted average number of common shares outstanding during the reporting period. Dilutive common share equivalents include the dilutive effect of in-the-money stock options, which are calculated based on the average share price for each period using the treasury stock method. Under the treasury stock method, the exercise price of a stock option and the amount of compensation cost, if any, for future service that the Company has not yet recognized are assumed to be used to repurchase shares in the current period.   The following table sets forth the reconciliation of the numerators and denominators of the basic and diluted per share computations for operations for the three and six months ended June 30: Schedule of Basic and Diluted Per Share Computations for Continuing Operations <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49F_20240401__20240630_z961cDEKI3V2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20230401__20230630_zpqoMDusWgwh" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20240101__20240630_zbNrNimPDMYb" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20230101__20230630_zaC40CRkMGh8" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands, except shares)</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Three Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td></tr> <tr id="xdx_40A_ecustom--NumeratorAbstract_iB_zYfD60yp30M" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-decoration: underline; font-weight: bold">Numerator:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_maNILzimx_zSgFtZO7yJid" style="vertical-align: bottom; background-color: White"> <td style="width: 44%; text-align: left">Net loss</td><td style="width: 2%"><span style="font-family: Times New Roman, Times,

Serif; font-size: 10pt"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">(9,145</td><td style="width: 1%; text-align: left">)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">(9,257</td><td style="width: 1%; text-align: left">)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">(11,689</td><td style="width: 1%; text-align: left">)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="width: 10%; text-align: right">(16,689</td><td style="width: 1%; text-align: left">)</td></tr> <tr id="xdx_40C_eus-gaap--NetIncomeLossAttributableToNoncontrollingInterest_iN_pn3n3_di_msNILzimx_zNnvq95yB0Td" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">(Less) Net income (loss) attributable to non-controlling interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,728</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">482</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,438</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">852</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--NetIncomeLoss_iT_pn3n3_maNILATzlgI_mtNILzimx_zN3Y6LUpfOgi" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Net loss attributable to Soluna Holdings, Inc.</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(10,873</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(8,775</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(16,127</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(15,837</td><td style="text-align: left">)</td></tr> <tr id="xdx_40A_eus-gaap--DividendsPreferredStockStock_iN_pn3n3_di_msNILATzlgI_zi1GjqPH26DI" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Less: Preferred dividends or deemed dividends</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(66</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(252</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(452</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(383</td><td style="text-align: left">)</td></tr> <tr id="xdx_402_ecustom--CumulativePreferredDividendsInArrears_iN_pn3n3_di_msNILATzlgI_zoIRK2IOleC4" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: Cumulative Preferred Dividends in arrears</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(2,609</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,722</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,331</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(3,444</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_403_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_iT_pn3n3_mtNILATzlgI_zrzls5JbfoId" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Balance</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">(13,548</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">(10,749</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">(20,910</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="text-align: right">(19,664</td><td style="text-align: left">)</td></tr> <tr id="xdx_402_ecustom--DenominatorAbstract_iB_zc0nojZdpBU6" style="vertical-align: bottom; background-color: White"> <td style="text-decoration: underline; font-weight: bold">Denominator:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40C_ecustom--WeightedAverageNumberOfSharesOutstandingBasicAndDilutedAbstract_iB_zuRtcYrs8VS4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left">Basic and Diluted EPS:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--WeightedAverageNumberOfSharesIssuedBasic_pid_zSBokmUeuCs5" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Common shares outstanding, beginning of period, including penny warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,958,851</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">

1,015,255</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,592,454</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">940,047</td><td style="text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--WeightedAverageNumberDilutedSharesOutstandingAdjustment_pid_zwiyYvcvLCIc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Weighted average common shares issued during the period including penny warrants issued and outstanding as of quarter-end</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,594,845</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">109,436</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,091,104</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">55,021</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Denominator for basic earnings per common shares —</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">4,563,696</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,126,091</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,683,558</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">996,228</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Weighted average common shares</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right"><span id="xdx_906_eus-gaap--EarningsPerShareBasic_pid_c20240401__20240630_fKDEp_zwc6CciBWTmg" style="font-family: Times New Roman, Times, Serif; font-size: 10pt" title="Weighted average common shares Basic">(2.97</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right"><span id="xdx_906_eus-gaap--EarningsPerShareBasic_pid_c20230401__20230630_fKDEp_z9ENiOZyUDm8" style="font-family: Times New Roman, Times, Serif; font-size: 10pt" title="Weighted average common shares Basic">(9.54</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right"><span id="xdx_90F_eus-gaap--EarningsPerShareBasic_pid_c20240101__20240630_fKDEp_zWsJhOyJ3upf" style="font-family: Times New Roman, Times, Serif; font-size: 10pt" title="Weighted average common shares Basic">(5.68</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right"><span id="xdx_907_eus-gaap--EarningsPerShareBasic_pid_c20230101__20230630_fKDEp_zpMwUxpeGxW4" style="font-family: Times New Roman, Times, Serif; font-size: 10pt" title="Weighted average common shares Basic">(19.74</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr> </table>   The Company notes as continuing operations was in a Net loss for the three and six months ended June 30, 2024 and 2023, as such basic and diluted EPS is the same balance as continuing operations acts as the control amount in which would cause antidilution. Not included in the computation of earnings per share, assuming dilution, for the three and six months ended June 30, 2024, were options to purchase <span id="xdx_907_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20240101__20240630__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_z85WqIQ7ldge" title="Potentially dilutive securities"><span id="xdx_90D_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20240401__20240630__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zhehu1BOnFo1" title="Potentially dilutive securities">3,325 shares of the Company's common stock, <span id="xdx_902_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20240101__20240630__us-gaap--StatementClassOfStockAxis__us-gaap--RestrictedStockUnitsRSUMember_zyck0S4LiOOf" title="Potentially dilutive securities"><span id="xdx_904_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20240401__20240630__us-gaap--StatementClassOfStockAxis__us-gaap--RestrictedStockUnitsRSUMember_z1Hs4nEsXLj3" title="Potentially dilutive securities">5,692 nonvested restricted stock units, and <span id="xdx_904_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20240101__20240630__us-gaap--StatementEquityComponentsAxis__us-gaap--WarrantMember_zkcePWXslF7e" title="Potentially dilutive securities"><span id="xdx_901_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20240401__20240630__us-gaap--StatementEquityComponentsAxis__us-gaap--WarrantMember_zwDPsgR2bg8i" title="Potentially dilutive securities">3,820,152 outstanding warrants not exercised which excludes penny warrants that can be potentially exercised. These potentially dilutive items were excluded because the calculation of incremental shares resulted in an anti-dilutive effect.   Not included in the computation of earnings per share, assuming dilution, for the three and six months ended June 30, 2023, were options to purchase <span id="xdx_904_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20230401__20230630__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zuXQF26Y3pX2" title="Potentially dilutive securities"><span id="xdx_905_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20230101__20230630__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zRCmRybiJlsf" title="Potentially dilutive securities">1,309,789 shares of the Company's common stock, <span id="xdx_907_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20230401__20230630__us-gaap--StatementClassOfStockAxis__us-gaap--RestrictedStockUnitsRSUMember_z9FBMlPl6osk" title="Potentially dilutive securities"><span id="xdx_90A_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20230101__20230630__us-gaap--StatementClassOfStockAxis__us-gaap--RestrictedStockUnitsRSUMember_zpag25QJDpVh" title="Potentially dilutive securities">297,680 nonvested restricted stock units, and <span id="xdx_90C_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20230401__20230630__us-gaap--StatementEquityComponentsAxis__us-gaap--WarrantMember_zB5mMYG3lr1b" title="Potentially dilutive securities"><span id="xdx_90C_eus-gaap--AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount_c20230101__20230630__us-gaap--StatementEquityComponentsAxis__us-gaap--WarrantMember_zO9U35WDp7s9" title="Potentially dilutive securities">23,835,852 outstanding warrants not exercised. These potentially dilutive items were excluded because the calculation of incremental shares resulted in an anti-dilutive effect.   25.000.0001100.0049535453061245625006250062500500000The shares of Series B Preferred Stock are initially convertible, subject to certain conditions, into 46,211 shares of common stock, at a price per share of $135.25 per share, a 20% premium to the closing price of the common stock on July 18, 2022, subject to adjustment as set forth in the Certificate of Designations of Preferences, Rights and Limitations for the Series B Preferred Stock ("Series B Certificate of Designations")46,211135.2540000250.0040000287.500.001Each share of the Company's common stock is entitled to one vote on all matters submitted to stockholders.523210425056 20Preferences and Rights of 9.0% Series A Cumulative Perpetual Preferred Stock of the Company, dividends, when, as and if declared by the Board (or a duly authorized committee of the Board), will be payable monthly in arrears on the final day of each month, beginning August 31, 2021.8600000260000043000001290000000.1065600044000703000.199990.000010.04990.0499<p id="xdx_89D_eus-gaap--DisclosureOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTextBlock_z246hwFRjpUe" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0pt 0pt 0; text-align: justify">The Company had reserved common shares for future issuance as follows as of June 30, 2024: Schedule of Reserved Shares of Common Stock for Future Issuance   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td id="xdx_49C_20240630_zx3Uv8f5RLUb" style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iI_pid_uShares_zMP8aeskr4G3" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 82%; text-align: left">Stock options outstanding</td><td style="width: 2%"> </td> <td

style="width: 1%; text-align: left"> </td><td style="width: 14%; text-align: right">3,325</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingNumber_iI_pid_uShares_zkYqWSlIfO8i" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Restricted stock units outstanding</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,692</td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--ClassOfWarrantOrRightOutstanding_iI_pid_uShares_zIdovmKgVTtg" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Warrants outstanding</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,820,152</td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant_iI_pid_uShares_zOMeyIGxZrr7" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Common stock available for future equity awards or issuance of options</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">15,951</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--CommonStockCapitalSharesReservedForFutureIssuance_iI_pid_uShares_zpcgEfNUAhV7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Number of common shares reserved</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right">3,845,120</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   33255692382015215951384512014888 The following table sets forth the reconciliation of the numerators and denominators of the basic and diluted per share computations for operations for the three and six months ended June 30, Schedule of Basic and Diluted Per Share Computations for Continuing Operations   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td><td colspan="2" id="xdx_49F_20240401__20240630_z961cDEKI3V2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold">   </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49B_20230401__20230630_zpqoMDusWgwh" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center"> 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold">   </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_493_20240101__20240630_zbNrNimPDMYb" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold">   </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20230101__20230630_zaC40CRkMGh8" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold">   </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt"> (Dollars in thousands, except shares)</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center">   Three Months Ended   June 30, </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold">   </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold">   </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold">   </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold">   </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr id="xdx_40A_ecustom--NumeratorAbstract_iB_zYfD60yp30M" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-decoration: underline; font-weight: bold">Numerator:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--IncomeLossFromContinuingOperations_pn3n3_maNHzimx_zSgFtZO7yjid" style="vertical-align: bottom; background-color: White"> <td style="width: 44%; text-align: left">Net loss</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">(9,145</td><td style="width: 1%; text-align: left">)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">(9,257</td><td style="width: 1%; text-align: left">)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">(11,689</td><td style="width: 1%; text-align: left">)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="width: 10%; text-align: right">(16,689</td><td style="width: 1%; text-align: left">)</td></tr> <tr id="xdx_40C_eus-gaap--NetIncomeLossAttributableToNoncontrollingInterest_iN_pn3n3_di_msNHzimx_zNnvq95yB0Td" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">(Less) Net income (loss) attributable to non-controlling interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,728</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">482</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,438</td><td style="padding-bottom: 1.5pt; text-align: left"><span style="font-family: Times

New Roman, Times, Serif; font-size: 10pt">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: right">852</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--NetIncomeLoss_iT_pn3n3_maNILATzlgI_mtNILzimx_zN3Y6LUpfOgi" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Net loss attributable to Soluna Holdings, Inc.</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(10,873</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(8,775</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(16,127</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(15,837</td><td style="text-align: left">)</td></tr> <tr id="xdx_40A_eus-gaap--DividendsPreferredStockStock_iN_pn3n3_di_msNILATzlgI_zi1GjqPH26DI" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Less: Preferred dividends or deemed dividends</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(66</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(252</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(452</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(383</td><td style="text-align: left">)</td></tr> <tr id="xdx_402_ecustom--CumulativePreferredDividendsInArrears_iN_pn3n3_di_msNILATzlgI_zoIRK2IOleC4" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: Cumulative Preferred Dividends in arrears</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(2,609</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,722</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,331</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(3,444</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_403_eus-gaap--NetIncomeLossAvailableToCommonStockholdersBasic_iT_pn3n3_mtNILATzlgI_zrzls5JbfoId" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Balance</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">(13,548</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">(10,749</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">(20,910</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="text-align: right">(19,664</td><td style="text-align: left">)</td></tr> <tr id="xdx_402_ecustom--DenominatorAbstract_iB_zc0nojZdpBU6" style="vertical-align: bottom; background-color: White"> <td style="text-decoration: underline; font-weight: bold">Denominator:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40C_ecustom--WeightedAverageNumberOfSharesOutstandingBasicAndDilutedAbstract_iB_zuRtcYrs8VS4" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left">Basic and Diluted EPS:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--WeightedAverageNumberOfSharesIssuedBasic_pid_zSBokmUeuCs5" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Common shares outstanding, beginning of period, including penny warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,958,851</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,015,255</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">2,592,454</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">940,047</td><td style="text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--WeightedAverageNumberDilutedSharesOutstandingAdjustment_pid_zwiyYvcvLCIc" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Weighted average common shares issued during the period including penny warrants issued and outstanding as of quarter-end</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,594,845</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">109,436</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,091,104</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">55,021</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Denominator for basic earnings per common shares —</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><span id="xdx_902_eus-gaap--

WeightedAverageNumberOfDilutedSharesOutstanding_pid_c20240401__20240630_fKDEp_zvwY75tqyGGh" style="font-family: Times New Roman, Times, Serif; font-size: 10pt">4,563,696</td><td style="padding-bottom: 1.5pt; text-align: left"> </td> <td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,126,091</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,683,558</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">996,228</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 2.5pt">Weighted average common shares</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right"><span id="xdx_906_eus-gaap--EarningsPerShareBasic_pid_c20240401__20240630_fKDEp_zwc6CciBWTmg" style="font-family: Times New Roman, Times, Serif; font-size: 10pt" title="Weighted average common shares Basic">(2.97</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right"><span id="xdx_906_eus-gaap--EarningsPerShareBasic_pid_c20230401__20230630_fKDEp_z9ENiOZyUDm8" style="font-family: Times New Roman, Times, Serif; font-size: 10pt" title="Weighted average common shares Basic">(9.54</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right"><span id="xdx_90F_eus-gaap--EarningsPerShareBasic_pid_c20240101__20240630_fKDEp_zWsJhOyJ3upf" style="font-family: Times New Roman, Times, Serif; font-size: 10pt" title="Weighted average common shares Basic">(5.68</td><td style="padding-bottom: 2.5pt; text-align: left">)</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"> </td><td style="border-bottom: Black 2.5pt double; text-align: right"><span id="xdx_907_eus-gaap--EarningsPerShareBasic_pid_c20230101__20230630_fKDEp_zpMwUxpeGxW4" style="font-family: Times New Roman, Times, Serif; font-size: 10pt" title="Weighted average common shares Basic">(19.74</td><td style="padding-bottom: 2.5pt; text-align: left">)</td></tr></table> -9145000-9257000-11689000-166890001728000-48200044380000-852000-10873000-8775000-16127000-158370006600025200045200038300026090001722000433100034440000-13548000-10749000-20910000-196640002958851101525552592454940047159484510943610911045502145636961126091368355899622 8-2.97-2.97-9.54-9.54-5.68-5.68-19.74-19.74333253332556925692382015238201521309789130978929768029768023835852235835852 10. Commitments and Contingencies   Commitments: Leases   The Company determines whether an arrangement is a lease at inception. The Company and its subsidiaries have operating leases for certain manufacturing, laboratory, office facilities and certain equipment. The leases have remaining lease terms one year to less than ten years. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants. As of June 30, 2024 and December 31, 2023, the Company has no assets recorded under finance leases.   Lease expense for these leases is recognized on a straight-line basis over the lease term. For the three and six months ended June 30, total lease costs are comprised of the following: Schedule of Lease Expense Recognized on Straight-line Basis Over Lease Term <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20240401__20240630_zxAGBWFWywpi" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49C_20230401__20230630_z304mP8VARO8" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49C_20240101__20240630_zNlS5YVQdfki" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20230101__20230630_zjPH3Gk1e5s" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Three Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td></tr> <tr id="xdx_402_eus-gaap--OperatingLeaseCost_pn3n3_maLCzLWm_z4o5UAKTqhl7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 44%; text-align: left">Operating lease cost</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">61</td><td style="width: 1%; text-align: left"> </td><td style="width:

2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">60</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">122</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">116</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--ShortTermLeaseCost_pn3n3_maLCzLWm_zOEfrEBjpAj2" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Short-term lease cost</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--LeaseCost_iT_pn3n3_mtLCzLWm_zJwebyCzIU9e" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt; padding-left: 10pt">Total net lease cost</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">61</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">60</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">122</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">116</td><td style="padding-bottom: 2.5pt; text-align: left"> </td> </tr> </table>   Short-term leases are leases having a term of twelve months or less. The Company recognizes short-term leases on a straight-line basis and does not record a related lease asset or liability for such leases.   Other information related to leases was as follows: Schedule of Other Information Related to Leases <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, 2024 </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Weighted Average Remaining Lease Term (in years):</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="width: 84%; text-align: left; padding-left: 10pt">Operating leases</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td id="xdx_98F_eus-gaap--OperatingLeaseWeightedAverageRemainingLeaseTerm1_iI_dtY_c20240630_zvzD4Xm1M20e" style="width: 12%; text-align: right" title="Weighted Average Remaining Lease Term (in years)">4.15</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td>Weighted Average Discount Rate:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 10pt">Operating leases</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7.03</td><td style="text-align: left">%</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt; text-align: justify">(Dollars in thousands)</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49C_20240101__20240630_z8f89EBRuRb7" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, 2024 </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20230101__20230630_zE0b1Pxmd6o1" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, 2023 </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Supplemental Cash Flows Information:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr id="xdx_40F_ecustom--CashPaidForAmountsIncludedInMeasurementOfLeaseLiabilitiesAbstract_iB_zrRZLC4Gj3qj" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Cash paid for amounts included in the measurement of lease liabilities:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr id="xdx_40F_eus-gaap--

OperatingLeasePaymentsUse_pn3n3_z0Z2w0ZyMxc5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 68%; text-align: left; padding-left: 10pt">Operating cash flows from operating leases</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">123</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">111</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_402_ecustom--NoncashActivityRightofuseAssetsObtainedInExchangeForLeaseObligationsAbstract_iB_zKZdNGbrlK6j" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-Cash Activity Right-of-use assets obtained in exchange for lease obligations:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability_pn3n3_zvFuLIqbImbk" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-left: 10pt">Operating leases</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">397</td><td style="text-align: left"> </td></tr> </table>   Maturities of noncancellable operating lease liabilities are as follows for the quarter ending June 30:   Schedule of Maturity of Operating Lease Liabilities <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td>(Dollars in thousands)</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49F_20240630_zy95wbsJ55j1" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_402_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear_iI_pn3n3_maLOLLPz4oe_maLOLLPzWTh_zxSnud2FZvpb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 84%">2024 (remainder of year)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">124</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths_iI_pn3n3_maLOLLPz4oe_maLOLLPzWTh_zpoXpEmKpoF7" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">79</td><td style="text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearTwo_iI_pn3n3_maLOLLPzWTh_z6ayKytt11Yi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29</td><td style="text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearThree_iI_pn3n3_maLOLLPzWTh_zUhZckYYVrak" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29</td><td style="text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearFour_iI_pn3n3_maLOLLPzWTh_zSda53d1s6Vi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29</td><td style="text-align: left"> </td></tr> <tr id="xdx_405_ecustom--LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour_iI_pn3n3_maLOLLPzWTh_zfJGLRT7Ib85" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDue_iTI_pn3n3_mtLOLLPzWTh_zUcMyihu9769" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 10pt">Total lease payments</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">406</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--LesseeOperatingLeaseLiabilityUndiscountedExcessAmount_iNI_pn3n3_di_zVPDD6mOT8if" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: imputed interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(78</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_40A_eus-gaap--OperatingLeaseLiability_iI_pn3n3_zKZsWxZbjy21" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 10pt">Total lease obligations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">328</td><td style="text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_zzPKCf6MrMOc" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: current obligations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">159</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--OperatingLeaseLiabilityNoncurrent_iI_pn3n3_zlQYDqGPEPT8" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt; padding-left: 10pt">Long-term lease obligations</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">169</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   As of June 30, 2024, there were no additional operating lease commitments that had not yet commenced.   Contingencies: Spring Lane Capital Contingency   The Company has a potential contingency associated with an agreement with Spring Lane of up to $250 thousand which would be reduced by a proportion of funding received from Spring Lane up to the $35.0 million aggregate contribution cap. The Company considers the probability of a payment for the contingency to be remote.   Legal   <span style="font-family: Times New Roman, Times,

Serif; font-size: 10pt">We are subject to legal proceedings, claims and liabilities which arise in the ordinary course of business. When applicable, we accrue for losses associated with legal claims when such losses are probable and can be reasonably estimated. These accruals are adjusted as additional information becomes available or circumstances change. Legal fees are charged to expense as they are incurred.   The Company has been named as a party in the December 19, 2019 United States Environmental Protection Agency ("EPA") Demand Letter regarding the Malta Rocket Fuel Area Superfund Site ("Site") located in Malta and Stillwater, New York in connection with an alleged release of hazardous materials into the environment. The EPA is seeking reimbursement of response costs from all named parties in the amount of approximately $358 thousand plus interest in connection with the investigation and disposal activities associated with the various drum caches discovered at the Site, issuance of the Explanation of Significant Differences ("ESD") of the Site, and implementation of the work contemplated by the ESD. The Company considers the likelihood of a material adverse outcome to be remote and does not currently anticipate that any expense or liability it may incur as a result of these matters in the future will be material to the Company's financial condition.   NYDIG filed a complaint against a subsidiary of Company, Soluna MC Borrowing 2021-1, LLC ("Borrower") and Soluna MC, LLC, as Guarantor ("Guarantor"), and together with Borrower, ("NYDIG Defendants") in Marshall Circuit Court of the Commonwealth of Kentucky on December 29, 2022 regarding a series of loans made by NYDIG to Borrower pursuant to a master equipment finance agreement that were secured by certain assets of Borrower and guaranteed by Guarantor pursuant to a written guaranty agreement executed by Guarantor. The Court issued on February 15, 2023 an agreed order granting NYDIG's motion for writ of possession which, among other things, ordered parties to provide NYDIG access to the collateral described therein and preserved the rights of NYDIG to pursue a deficiency judgment against the NYDIG Defendants. Also on February 15, 2023, the NYDIG Defendants filed their answer and affirmative defenses in this proceeding. The NYDIG Defendants believe that NYDIG has liquidated some of the collateral securing the loans and anticipate that NYDIG will complete the liquidation of collateral and continue to prosecute the complaint to obtain a judgment against the NYDIG Defendants. Additionally, NYDIG has stated its intention to pursue SCI, the parent company of Guarantor, under a piercing of the corporate veil claim relating to NYDIG Defendants' debts and liabilities under the loan documents. SCI denies any such liability and has filed a complaint for a declaratory judgment against NYDIG in the Eighth Judicial District Court in Clark County, Nevada on March 16, 2023 seeking a declaratory judgment as to such matter. NYDIG filed a motion to dismiss in response to SCI's declaratory judgment complaint on April 13, 2023. SCI filed a response in opposition to NYDIG's motion to dismiss on April 27, 2023. The court heard oral arguments on May 16, 2023. On June 22, 2023, the court issued an order granting NYDIG's motion to dismiss, on the basis that the case was not ripe for decision, without prejudice. SCI intends to continue to vigorously defend any allegations regarding liability on account of NYDIG Defendants' debts and liabilities to NYDIG under their loan documents and intends to refile a declaratory judgment complaint against NYDIG.   On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, and repossessed the collateralized assets that totaled approximately $3.4 million, in which approximately $560 thousand was first used to pay off accrued interest and penalty to date. On September 5, 2023, NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIG's motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. As of June 30, 2024, the Company still has an outstanding principal of approximately $9.2 million and outstanding interest and penalty balance of approximately $1.5 million. This settlement did not result in the admission of any liability on the part of SHI, whose declaratory judgment remains the subject of litigation. On March 13, 2024, NYDIG served the Company with a post-judgment discovery seeking information regarding the Company's assets and liabilities. Per agreement between NYDIG and the NYDIG Defendants, the deadline to respond to the discovery demands was extended to May 13, 2024 but with rolling weekly production that commenced on April 12, 2024. The Company intends to vigorously defend itself from NYDIG's parent company claims.   In September 2023, Atlas Technology Group LLC ("Atlas") filed a complaint against Soluna MC LLC, Soluna Computing, Inc., and Soluna Holdings, Inc. (collectively, the "Atlas Defendants") in the Supreme Court of New York regarding a co-location services agreement. Atlas alleged that Soluna MC's termination of the agreement was a breach, seeking a return of pre-paid fees of approximately $464 thousand, additional damages of at least $7.9 million, and reimbursement of legal fees. The complaint also mentioned alter ego liability and corporate veil piercing.   The Atlas Defendants filed a motion to dismiss, and on April 17, 2024, the Court dismissed three of the four counts. The remaining count was answered on May 6, 2024, with counterclaims against Atlas. The Court denied the dismissal of Soluna Computing, Inc. and Soluna Holdings, Inc. as parties, leading to an appeal filed on May 7, 2024.   On June 25, 2024, Atlas and the Atlas Defendants entered into a settlement agreement. Soluna MC recorded a gain on the settlement of approximately $254 thousand for the three and six months ended June 30, 2024, in "Other Expense, net" on the condensed consolidated financial statements.   P1YP10Y Lease expense for these leases is recognized on a straight-line basis over the lease term. For the three and six months ended June 30, total lease costs are comprised of the following: Schedule of Lease Expense Recognized on Straight-line Basis Over Lease Term <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="display: none; vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_491_20240401__20240630_zxAGBWFWywpi" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49C_20230401__20230630_z304mP8VARO8" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49C_20240101__20240630_zNlS5YVQdfki" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_495_20230101__20230630_zjPH3Gk1e5s" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt">(Dollars in thousands)</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Three Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-

weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td colspan="2" style="text-align: right"> </td></tr> <tr id="xdx_402_eus-gaap--OperatingLeaseCost_pn3n3_maLCzLWm_z4o5UAKTqhl7" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 44%; text-align: left">Operating lease cost</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">61</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">60</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">122</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: right">116</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--ShortTermLeaseCost_pn3n3_maLCzLWm_zOEfrEBjpAj2" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Short-term lease cost</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--LeaseCost_iT_pn3n3_mtLCzLWm_zJwebyCzIU9e" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt; padding-left: 10pt">Total net lease cost</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">61</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">60</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">122</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">116</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 610006000012200011600061006000012200116000 Other information related to leases was as follows: Schedule of Other Information Related to Leases <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, 2024 </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Weighted Average Remaining Lease Term (in years):</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td style="width: 84%; text-align: left; padding-left: 10pt">Operating leases</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left"> </td><td id="xdx_98F_eus-gaap--OperatingLeaseWeightedAverageRemainingLeaseTerm1_iI_dtY_c20240630_zvzD4Xm1M20e" style="width: 12%; text-align: right" title="Weighted Average Remaining Lease Term (in years)">4.15</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td>Weighted Average Discount Rate:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 10pt">Operating leases</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7.03</td><td style="text-align: left">%</td></tr> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="padding-bottom: 1.5pt; text-align: justify">(Dollars in thousands)</td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49C_20240101__20240630_z8J89EBRuRb7" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, 2024 </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49D_20230101__20230630_zE0b1Pxmd6o1" style="border-bottom: Black 1.5pt solid; text-align: center"> Six Months Ended June 30, 2023 </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Supplemental Cash Flows Information:</td><td> </td> <td style="text-align: left"><span style="font-family: Times New Roman, Times, Serif;

font-size: 10pt"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40F_ecustom--CashPaidForAmountsIncludedInMeasurementOfLeaseLiabilitiesAbstract_iB_zrRZLC4Gj3qj" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">Cash paid for amounts included in the measurement of lease liabilities:</td><td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--OperatingLeasePaymentsUse_pn3n3_z0Z2w0ZyMxc5" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 68%; text-align: left; padding-left: 10pt">Operating cash flows from operating leases</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">123</td><td style="width: 1%; text-align: left"> </td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">111</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: White"> <td> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_402_ecustom--NoncashActivityRightofuseAssetsObtainedInExchangeForLeaseObligationsAbstract_iB_zKZdNGbrlK6j" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Non-Cash Activity Right-of-use assets obtained in exchange for lease obligations:</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> </td><td style="text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability_pn3n3_zvFuLIqbImbk" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-left: 10pt">Operating leases</td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">-</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">397</td><td style="text-align: left"> </td></tr> </table> P4Y1M24D0.07031230001110003970002 Maturities of noncancellable operating lease liabilities are as follows for the quarter ending June 30:   Schedule of Maturity of Operating Lease Liabilities <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td>(Dollars in thousands)</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" id="xdx_49F_20240630_zy95wbsJ55j1" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr id="xdx_402_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear_iI_pn3n3_maLOLLPz4oe_maLOLLPzWTh_zxSnud2FZvpb" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 84%">2024 (remainder of year)</td><td style="width: 2%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 12%; text-align: right">124</td><td style="width: 1%; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths_iI_pn3n3_maLOLLPz4oe_maLOLLPzWTh_zpoXpEmKpoF7" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">79</td><td style="text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearTwo_iI_pn3n3_maLOLLPzWTh_z6ayKytt11Yi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29</td><td style="text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearThree_iI_pn3n3_maLOLLPzWTh_zUhZckYYVrak" style="vertical-align: bottom; background-color: White"> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29</td><td style="text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDueYearFour_iI_pn3n3_maLOLLPzWTh_zSda53d1s6Vi" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">29</td><td style="text-align: left"> </td></tr> <tr id="xdx_405_ecustom--LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFour_iI_pn3n3_maLOLLPzWTh_zfJGLRT7Ib85" style="vertical-align: bottom; background-color: White"> <td style="padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">116</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--LesseeOperatingLeaseLiabilityPaymentsDue_iTI_pn3n3_mtLOLLPzWTh_zUcMyihu9769" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 10pt">Total lease payments</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">406</td><td style="text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--LesseeOperatingLeaseLiabilityUndiscountedExcessAmount_iNI_pn3n3_di_zVPDD6mOT8if" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: imputed interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(78</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr id="xdx_40A_eus-gaap--OperatingLeaseLiability_iI_pn3n3_zKZsWxZbjy21" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-left: 10pt">Total lease obligations</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">328</td><td style="text-align: left"> </td></tr> <tr id="xdx_400_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_zzPKCf6MrMOc" style="vertical-align: bottom; background-color: White"> <td style="text-align: left; padding-bottom: 1.5pt">Less: current obligations</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">159</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--OperatingLeaseLiabilityNoncurrent_iI_pn3n3_zlQYDqGPEPT8" style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 2.5pt; padding-left: 10pt">Long-term lease obligations</td><td style="padding-bottom: 2.5pt"> </td> <td style="border-bottom: Black 2.5pt double; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; text-align: right">169</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 1240007900029000290002900011600040600078000328000159000169000The Company has a potential contingency associated with an agreement with Spring Lane of up to $250 thousand which would be reduced by a proportion of funding received from Spring Lane up to the $35.0 million aggregate contribution cap. The Company considers the probability of a payment for the contingency to be remote3580003400000560000340000025100010300000920000010000000.0936000920000015000004640007900000254000254000 11. Related Party Transactions <p style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom:

0pt">   MeOH Power, Inc.   On December 18, 2013, MeOH Power, Inc. and the Company executed a Senior Demand Promissory Note (the Note) in the amount of $<span id="xdx_90A_eus-gaap--ProfessionalAndContractServicesExpense_pn3n3_c20131218__20131218__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--MEOHPowerIncMember_z1n11MJ3vLFj" title="Company paid">380 thousand to secure the intercompany amounts due to the Company from MeOH Power, Inc. upon the deconsolidation of MeOH Power, Inc. Interest accrues on the Note at the Prime Rate in effect on the first business day of the month, as published in the Wall Street Journal. At the Company's option, all or part of the principal and interest due on this Note may be converted to shares of common stock of MeOH Power, Inc. at a rate of $0.07 per share. Interest began accruing on January 1, 2014. The Company recorded a full allowance against the Note. As of June 30, 2024 and December 31, 2023, $<span id="xdx_900_eus-gaap--DebtConversionConvertedInstrumentAmount1_pn3n3_c20240101__20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--MEOHPowerIncMember_z1GqIUAqhwS9" title="Promissory note available to convert">374 thousand and $<span id="xdx_901_eus-gaap--DebtConversionConvertedInstrumentAmount1_pn3n3_c20230101__20231231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--MEOHPowerIncMember_zo0aCxKXSMX9" title="Promissory note available to convert">363 thousand, respectively, of principal and interest are available to convert into shares of common stock of MeOH Power, Inc. Any adjustments to the allowance are recorded as miscellaneous expense during the period incurred.   Legal Services   During the three and six months ended June 30, 2024 and 2023, the Company incurred $1 thousand and $2 thousand, respectively, to Couch White, LLP for legal services associated with contract review. A partner at Couch White, LLP is an immediate family member of one of our Directors.   Employee Receivables   Certain employees have a receivable due to the Company based on their stock-based awards, in which $109 thousand and $110 thousand was outstanding as of June 30, 2024 and December 31, 2023, respectively. The balance is currently presented as $<span id="xdx_90D_eus-gaap--NotesAndLoansReceivableNetCurrent_iI_pn3n3_c20240630__us-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__us-gaap--NotesReceivableMember_zKLboKsqchH1" title="Notes receviable">13 thousand and $<span id="xdx_909_eus-gaap--NotesAndLoansReceivableNetCurrent_iI_pn3n3_c20231231__us-gaap--AccountsNotesLoansAndFinancingReceivableByReceivableTypeAxis__us-gaap--NotesReceivableMember_z4v2mUM1IBO9" title="Notes receviable">13 thousand within Notes receivable as of June 30, 2024 and December 31, 2023, and $96 thousand and $97 thousand, respectively within Other assets.   HEL Transactions   As discussed above, on October 29, 2021, the Company completed the Soluna Callisto acquisition pursuant to the Merger Agreement. The purpose of the transaction was for SCI to acquire substantially all of the assets (other than those assets physically located in Morocco) formerly held by HEL, which assets consisted of SCI's existing pipeline of certain cryptocurrency mining projects that HEL previously transferred to SCI, which was formed expressly for this purpose, and to provide SCI with the opportunity to directly employ or retain the services of four individuals whose services it had retained through HEL prior to the merger. As a result of the merger, each share of common stock of Soluna Callisto issued and outstanding immediately prior to the effective time of the merger, other than shares owned by the Company or any of our subsidiaries, was cancelled and converted into the right to receive a proportionate share of the Merger Consideration.   In connection with the Soluna Callisto acquisition, effective as of October 29, 2021, upon and subject to the terms and conditions of the Termination Agreement, on November 5, 2021: (1) the existing Operating and Management Agreements between HEL and SCI were terminated in all respects; and (2)(A) SCI paid HEL $<span id="xdx_907_eus-gaap--RepaymentsOfRelatedPartyDebt_pn3n3_c20211028__20211029__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--SolunaComputingIncMember_zlzTOVPg55wj" title="Payment of related party">725 thousand, (B) SHI issued to HEL the Termination Shares, and (C) HEL and SHI entered into an Amended and Restated Contingent Rights Agreement that, among other things, amended the existing Contingent Rights Agreement by and between HEL and SHI, dated January 13, 2020, to provide SHI the right to invest directly in certain cryptocurrency mining opportunities being pursued by HEL. SHI filed a registration statement with the SEC to register the resale of the Termination Shares on February 14, 2022.   Due to conditions being met within the Merger Agreement in relation to energization and retention of employees, the Company has advised SCI US Holdings LLC, a Delaware limited liability company, who is the sole Effective Time Holder (as defined in the Merger Agreement) of the right to receive the Merger Shares and that 19,800 Merger Shares were issued on May 26, 2023 and 39,600 Merger Shares were issued on October 10, 2023. SCI US Holdings LLC has consented to the issuance of such Merger Shares as required under the Merger Agreement and has directed the Company to issue such Merger Shares to its affiliate, HEL. Following the issuance of the <span id="xdx_903_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant_iI_c20230526__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--SCIUSHoldingsMember_zxVmp9YrMyt7" title="Merger shares issued">59,400 Merger Shares, a total of <span id="xdx_90F_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant_iI_c20230526__us-gaap--TypeOfArrangementAxis__custom--MergerAgreementMember_zX7MGfvVCKb4" title="Merger shares issued">59,400 Merger Shares remains available for possible issuance pursuant to the terms of the Merger Agreement.   Please see Note 5 for additional information regarding the Soluna Callisto acquisition and related transactions.   Several of HEL's equity holders are affiliated with Brookstone Partners, the investment firm that holds an equity interest in the Company through Brookstone Partners Acquisition XXIV, LLC. The Company's two Brookstone-affiliated directors also serve as directors and, in one case, as an officer, of HEL and also have ownership interest in HEL. In light of these relationships, the various transactions by and between the Company and SCI, on the one hand, and HEL, on the other hand, were negotiated on behalf of the Company and SCI via an independent investment committee of the Board and separate legal representation. The transactions were subsequently unanimously approved by both the independent investment committee and the full Board.   Four of the Company's directors have various affiliations with HEL.   Michael Toporek, the former Chief Executive Officer, and current Executive Director of the Company, owns (i) 90% of the equity of Soluna Technologies Investment I, LLC, which owns 57.9% of HEL and (ii) 100% of the equity of MJT Park Investors, Inc., which owns 3.1% of HEL, in each case, on a fully diluted basis. Mr. Toporek does not own directly, or indirectly, any equity interest in Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his 100% ownership of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL.   In addition, one of the Company's directors, Matthew E. Lipman, serves as a director and currently acting as President of HEL. Mr. Lipman does not directly own any equity interest in Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his position as a director and officer of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL. As a result, the approximate dollar value of the amount of Mr. Toporek's and Mr. Lipman's interest in the Company's transactions with HEL for the six months ended June 30, 2024 was $0 and $0.   John Belizaire, the Company's Chief Executive Officer, and John Bottomley, who were elected to the Board upon the effective time of SCI's acquisition of Soluna Callisto, serve as directors of HEL. In addition, Mr. Belizaire is the beneficial owner of 1,317,567 shares of common stock of HEL and <span id="xdx_904_eus-gaap--ConversionOfStockSharesConverted1_c20240101__20240630__srt--TitleOfIndividualAxis__custom--JohnBelizaireAndJohnBottomleyMember__us-gaap--StatementEquityComponentsAxis__custom--ClassSeedPreferredShareMember_zSzYYsbs3Q4c" title="Shares converted">102,380 Class Seed Preferred shares,

*which are convertible into <span id="xdx_903_eus-gaap--ConversionOfStockSharesConverted1_c20240101__20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--HarmattanEnergyLtdMember_zvvrTPHIDvY8" title="Shares converted">86,763 shares of common stock of HEL. These interests give Mr. Belizaire an ownership of 10.54% in HEL. Mr. Belizaire also owns an interest in HEL indirectly through his 5.0139% interest of Tera Joule, LLC's <span id="xdx_901_eus-gaap--ConversionOfStockSharesConverted1_c20240101__20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--TeraJouleLLCMember__us-gaap--StatementEquityComponentsAxis__custom--ClassSeedPreferredShareMember_zKY2RS8TvTX5" title="Shares converted">965,945 Class Seed Preferred shares, which are convertible into <span id="xdx_907_eus-gaap--ConversionOfStockSharesConverted1_c20240101__20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--HarmattanEnergyLtdMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zrOkRJo4NcW9" title="Shares converted">818,596 shares of common stock of HEL. Mr. Bottomley is the beneficial owner of <span id="xdx_90F_eus-gaap--ConversionOfStockSharesConverted1_c20240101__20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--MrBottomleyMember__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zUHoDbXicM1e" title="Shares converted">96,189, or approximately 0.72%, of the outstanding shares of common stock of HEL.   The Company's investment in HEL was initially carried at the cost of investment and was $<span id="xdx_901_eus-gaap--PaymentsToAcquireInvestments_pn3n3_c20240101__20240630__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--HarmattanEnergyLtdMember_zklBaXvUwHg3" title="Payments to acquire investments">750 thousand. Based on evaluation of projections for the Company's investment in HEL, the Company fully impaired the equity investment of $<span id="xdx_905_eus-gaap--PaymentsToAcquireInvestments_pn3n3_c20220101__20221231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--HarmattanEnergyLtdMember_zTH4DTpCUKdi" title="Payments to acquire investments">750 thousand as of December 31, 2022, writing it down to $<span id="xdx_90F_ecustom--EquityMethodInvestmentsWritingDown_iI_pn3n3_c20221231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--HarmattanEnergyLtdMember_zsoyyPlvYeWj" title="Equity method investments writing it down">0.   The Company owned approximately 1.79% of HEL, calculated on a converted fully diluted basis, as of June 30, 2024 and December 31, 2023. The Company may enter into additional transactions with HEL in the future.   *
3800000.073740003630001000100020002000109000110000130001300096000970007250001980039600594005940059400(i) 90% of the equity of Soluna Technologies Investment I, LLC, which owns 57.9% of HEL and (ii) 100% of the equity of MJT Park Investors, Inc., which owns 3.1% of HEL, in each case, on a fully diluted basis. Mr. Toporek does not own directly, or indirectly, any equity interest in Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his 100% ownership of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL.Tera Joule, LLC, which owns 9.2% of HEL; however, as a result of his position as a director and officer of Brookstone IAC, Inc., which is the manager of Tera Joule, LLC, he has dispositive power over the equity interests that Tera Joule owns in HEL. As a result, the approximate dollar value of the amount of Mr. Toporek's and Mr. Lipman's interest in the Company's transactions with HEL for the six months ended June 30, 2024 was $0 and $0.00In addition, Mr. Belizaire is the beneficial owner of 1,317,567 shares of common stock of HEL and 102,380 Class Seed Preferred shares, which are convertible into 86,763 shares of common stock of HEL. These interests give Mr. Belizaire an ownership of 10.54% in HEL. Mr. Belizaire also owns an interest in HEL indirectly through his 5.0139% interest of Tera Joule, LLC's 965,945 Class Seed Preferred shares, which are convertible into 818,596 shares of common stock of HEL. Mr. Bottomley is the beneficial owner of 96,189, or approximately 0.72%, of the outstanding shares of common stock of HEL.1317567102380867639659458185969618975000075000000.01790.0179<p id="xdx_809_eus-gaap--DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock_zilkTQe3favg" style="font: 10pt Times New Roman, Times, Serif; text-align: justify; margin-top: 0pt; margin-bottom: 0pt">12. Stock Based Compensation   2023 Plan   The 2023 Plan was adopted by the Board on February 10, 2023 and approved by the stockholders on March 10, 2023. The 2023 Plan sets the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to <span id="xdx_903_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum_pid_dp_uPure_c20230310__20230310_zPNrvjyxWqGb" title="Common stock reserved percentage">9.75% of the shares of our Common Stock outstanding on the measurement date. Subject to certain adjustments as provided in the 2023 Plan, the maximum aggregate number of shares of our Common Stock that may be issued under the 2023 Plan (excluding the number of shares of our Common Stock subject to Specified Awards (as defined below)) (i) pursuant to the exercise of stock options, (ii) as unrestricted or restricted Common Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the first quarter of our fiscal year ending December 31, 2023 (or January 1, 2023), <span id="xdx_90D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum_pid_dp_uPure_c20230310__20230310_z0ueZ8iePGba" title="Common stock outstanding, percentage">9.75% of the number of shares of our Common Stock outstanding as of the first trading day of each quarter . Subject to certain adjustments as provided in the 2023 Plan, (i) shares of our Common Stock subject to the 2023 Plan shall include shares of our Common Stock which revert back to the 2023 Plan in a prior quarter pursuant to the paragraph below, and (ii) the number of shares of our Common Stock that may be issued under the 2023 Plan may never be less than the number of shares of our Common Stock that are then outstanding under (or available to settle existing) 2023 Plan Award grants.   On June 29, 2023, at the Annual Shareholder Meeting, the Amended and Restated 2023 Stock Incentive Plan was approved. The Amended and Restated 2023 Plan will, among other things, increase the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to <span id="xdx_900_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum_pid_dp_uPure_c20230629__20230629_zh6gIvzwHeYk" title="Common stock reserved percentage">23.75% of the shares of our Common Stock outstanding on the measurement date. Subject to certain adjustments as provided herein, the maximum aggregate number of Common Shares that may be issued hereunder (excluding the number of Common Shares subject to Specified Awards (as hereinafter defined)) (i) pursuant to the exercise of Options, (ii) as unrestricted Common Shares or Restricted Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the third quarter of our fiscal year ending December 31, 2023 (or July 1, 2023), <span id="xdx_901_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum_pid_dp_uPure_c20230629__20230629_zxlTpBzDwLth" title="Common stock reserved percentage">23.75% of the number of Common Shares outstanding as of the first trading day of each quarter. Subject to certain adjustments as provided herein, (A) Common Shares subject to this Plan shall include Common Shares which reverted back to this Plan in a prior quarter, and (B) the number of Common Shares that may be issued under this Plan may never be less than the number of Common Shares that are then outstanding under (or available to settle existing) Awards. For purposes of determining the number of Common Shares available under this Plan, Common Shares withheld by the Company to satisfy applicable tax withholding or exercise price obligations pursuant to Section 10(e) of this Plan shall be deemed issued under this Plan. In the event that, prior to the date this Plan shall terminate, any Award granted under this Plan expires unexercised or unvested or is terminated, surrendered or cancelled without the delivery of Common Shares, or any shares of Restricted Stock are forfeited back to the Company, then the Common Shares subject to such Award may be made available for subsequent Awards under the terms of this Plan. As used in this Plan, "Specified Awards" shall mean (i) Awards to Eligible Persons who are not employed or engaged by the Company or any of its subsidiaries as of the last day of any fiscal quarter of the Company, commencing with the fiscal quarter ending March 31, 2023 and (ii) Awards that have a grant date at least three (3) years prior to the last day of any fiscal quarter of the Company, commencing with the fiscal quarter ending March 31, 2023.   2021 Plan   The Company's 2021 Plan was adopted by the Board on February 12, 2021 and approved by the stockholders on March 25, 2021. The 2021 Plan was amended and restated effective as of October 29, 2021, and May 27, 2022, respectively. The 2021 Plan authorizes the Company to issue shares of common stock upon the exercise of stock options, the grant of restricted stock awards, and the conversion of restricted stock units (collectively, the "Awards"). The Compensation Committee has full authority, subject to the terms of the 2021 Plan, to interpret the 2021 Plan and establish rules and regulations for the proper administration of the 2021 Plan. Subject to certain adjustments as provided in the 2021 Plan, the maximum aggregate number of shares of the Company's common stock that may be issued under the 2021 Plan (i) pursuant to the exercise of options, (ii) as shares or restricted stock and (iii) in settlement of RSUs shall be limited to (A) during the Company's fiscal year ending December 31, 2021 (the "2021 Fiscal Year"), <span id="xdx_905_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross_c20210101__20211231__us-gaap--StatementEquityComponentsAxis__us-gaap--CommonStockMember_zWpXz8xVRLFl" title="Granted shares">1,460,191 Shares, (B) for the period from January 1, 2022 to June 30, 2022, fifteen percent (15%) of the number of Shares outstanding on January 3, 2022, which was the first trading day of 2022, and (C) beginning with the third quarter of the Company's fiscal year ending December 31, 2022 (the "2022 Fiscal Year"), fifteen percent (15%) of the number of Shares outstanding as of the first trading day of each quarter, net of any Shares awarded in the previous quarter(s). Subject to certain adjustments as provided in the 2021 Plan, (i) shares subject to the 2021 Plan shall include shares reverted back to the Company pursuant the 2021 Plan in a prior year or quarter, as applicable, as provided herein and (ii) the number of shares that may be issued under the 2021 Plan may never be less than the number of shares that are then outstanding under (or available to settle existing) Awards. For purposes of determining the number of shares available under the 2021 Plan, shares withheld by the Company to satisfy applicable tax withholding or exercise price obligations pursuant to the 2021 Plan shall be deemed issued under this Plan. In the event that, prior to the date on which the 2021 Plan shall terminate, any Award granted under the 2021 Plan expires unexercised or unvested or is terminated, surrendered, or cancelled without the delivery of shares of common stock, or any Awards are forfeited back to the Company, then the shares of common stock subject to such Award may be made available for subsequent Awards under the terms of the 2021 Plan.   On March 10, 2023, at the Special Shareholder Meeting, the Third Amended and Restated 2021 Stock Incentive Plan was approved. The Third Amended and Restated 2021 Plan will, among other things, (a) increase the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to 18.75% of the shares of our Common Stock outstanding on the measurement date and (b) allow us to grant awards of shares of our 9.0% Series A Cumulative Perpetual Preferred Stock ("Series A Preferred Stock") (with and without restrictions). Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Common Stock that may be issued under the Third Amended and Restated 2021 Plan (excluding the number of shares of our Common Stock subject to Specified Awards (as defined below)) (i) pursuant to the exercise of stock options, (ii) as unrestricted or restricted Common Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the first quarter of our fiscal year ending December 31, 2023 (or January 1, 2023), 18.75% of the number of shares of our Common Stock outstanding as of the first trading day of each quarter. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Series A Preferred Stock that may be issued under the Third Amended and Restated 2021 Plan as unrestricted or restricted Series A Preferred Stock shall equal $3,600,000 valued as of the effective date of the Third Amended and Restated 2021 Plan as determined at the lower of the closing price of our Series A Preferred Stock on Nasdaq on such date or the average of the daily volume weighted average price of our Series A Preferred Stock on Nasdaq as reported by

Bloomberg L.P. for a period of five (5) consecutive trading days ending on such date. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, (i) shares of our Common Stock and Series A Preferred Stock, as applicable, subject to the Third Amended and Restated 2021 Plan shall include shares of our Common Stock and Series A Preferred Stock, as applicable, which revert back to the Third Amended and Restated 2021 Plan in a prior quarter or fiscal year, as applicable, pursuant to the paragraph below, and (ii) the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that may be issued under the Third Amended and Restated 2021 Plan may never be less than the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that are then outstanding under (or available to settle existing) 2021 Plan Award grants. For purposes of the Third Amended and Restated 2021 Plan, "Specified Awards" means (i) 2021 Plan Awards issued to Eligible Persons who are not employed or engaged by us or any of our subsidiaries as of the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023, and (ii) 2021 Plan Awards that have a grant date at least three (3) years prior to the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023. The exclusion of Specified Awards from the determination of the maximum aggregate number of shares of our Common Stock available for issuance under the Third Amended and Restated 2021 Plan could have material effect on the number of shares of our Common Stock available for issuance thereunder and could have a material dilutive effect on our stockholders.   The Board approved amendments to both the 2021 and 2023 Plans on April 15, 2024. The amendments were subsequently approved by the stockholders at the 2024 Annual Meeting on May 30, 2024. Under the Plans, the number of shares of common stock available for awards is limited to, <span id="xdx_906_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum_pid_dp_uPure_c20240101__20240331__us-gaap--PlanNameAxis__custom--TwentyTwentyOneMember_zZunN5sSC2P9" title="Common stock reserved percentage">18.75% for the 2021 Plan and <span id="xdx_906_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum_pid_dp_uPure_c20240101__20240331__us-gaap--PlanNameAxis__custom--TwentyTwentyThreePlanMember_zJgHnH8qEOFl" title="Common stock reserved percentage">23.75% for the 2023 Plan of the number of Common Shares outstanding as of the first trading day of each quarter. The amendments to each Plan would change the calculation of this limitation to reflect the applicable percentage to <span id="xdx_901_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum_pid_dp_uPure_c20240101__20240331__us-gaap--PlanNameAxis__custom--TwentyTwentyOneMember_zqhcZ3ircuDi" title="Common stock reserved percentage">18.75% and <span id="xdx_903_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardPercentageOfOutstandingStockMaximum_pid_dp_uPure_c20240101__20240331__us-gaap--PlanNameAxis__custom--TwentyTwentyThreePlanMember_zRvGNpVpRgUg" title="Common stock reserved percentage">23.75% respectively, after giving effect to the increase in the number of shares subject to Awards after giving effect to the amount to the increase as of the date of the calculation.   Under the 2023 Plan and 2021 Plan, the Company may grant stock options, restricted stock awards (RSAs) and restricted stock units (RSUs) to executive, management, employees, directors, and certain nonemployee personnel. The awards issued under the Plans can vest immediately, over time or based upon the achievement of market, performance, or service conditions. RSAs and RSUs can vest immediately but generally vest ratably over three years and Performance RSUs generally fully vest after three years, subject to achieving market, service or performance conditions. In addition, the Company recognizes certain Awards held by certain employees and nonemployees that vest upon separation. Each share granted subject to an Award reduces the number of shares available under the 2023 Plan and 2021 Plan by one share.   The fair value of stock options is estimated based on the Black-Scholes model, taking into account the historical volatility of our stock, consistent with the accounting guidance. The risk-free interest rate is based on the risk-free zero-coupon rate for a period consistent with the expected option term at the time of grant. The expected option term is calculated based on our historical forfeitures and cancellation rates.   During April 2024, the Company cancelled certain vested Awards and modified the terms of certain unvested Awards, to permit different settlement outcomes. The service period and vesting terms were changed at the time of modification. All such vested Awards were fully vested as of the cancellation date and all compensation cost had been recognized. All such unvested equity awards were probable of vesting as of the modification date and the change was accounted for as a Type I modification. In a Type I modification, the Company is required to calculate the incremental difference of the awards, which equals the difference of new award value inclusive of estimated forfeitures and the fair value of the original award as of the modification date. As of the modification date, there is no reversal or adjustment of previously recognized stock compensation expense.   Within the 2021 and 2023 Plans, certain master grant agreements were executed on April 15, 2024 that have the potential for future additional grants based on additional stock activity through certain anti-dilution provisions. A mutual understanding of the terms and conditions for the specific awards cannot be obtained until a later date after all stock activity has occurred in the future period and necessary approvals are obtained. When Board approval is obtained and the two grant conditions are met, the grant date will be identified and evidenced through an additional restricted stock agreement. The compensation cost will be recognized per the vesting schedule within the agreement with no catch-up for the reduced period.   The accounting impact resulting from the recognition of this equity-based compensation limits the comparability of the Company's financial statements between periods.   During the three and six months ended June 30, 2024, the Company awarded <span id="xdx_903_eus-gaap--StockIssuedDuringPeriodSharesNewIssues_c20240101__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember__us-gaap--PlanNameAxis__custom--TwoThousandTwentyOneStockPlanMember_za3cWCl122la" title="Issuance of shares - preferred offering, shares"><span id="xdx_902_eus-gaap--StockIssuedDuringPeriodSharesNewIssues_c20240401__20240630__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember__us-gaap--PlanNameAxis__custom--TwoThousandTwentyOneStockPlanMember_zStpnNPuPNLc" title="Issuance of shares - preferred offering, shares">391,544 restricted stock awards under the 2021 Plan, valued at $<span id="xdx_90C_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue_iI_pid_c20240630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyOneStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember_zI7FUfx8yzd1" title="Price per share on date of grant">1.52 per share based on the closing market price of the Company's common stock on the date of the grant. The Company awarded <span id="xdx_907_eus-gaap--StockIssuedDuringPeriodSharesRestrictedStockAwardGross_c20240101__20240630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyOneStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember_z7If20qNB3m1" title="Stock issued restricted stock units">90,734 restricted stock awards under the 2021 Plan, valued at $<span id="xdx_90B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue_pid_c20240101__gaap--PlanNameAxis__custom--TwoThousandTwentyOneStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember_zn1wQ50K1BZb" title="Price per share on date of grant">2.41 per share based on the closing market price of the Company's common stock on the date of the grant. The Company awarded <span id="xdx_90B_eus-gaap--StockIssuedDuringPeriodSharesRestrictedStockAwardGross_c20240101__20240630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyOneStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember__us-gaap--StatementClassOfStockAxis__custom--SeriesAPreferredRestrictedStockMember_zi7YRhDRhGXg" title="Stock issued restricted stock units">1,892,300 preferred A restricted stock awards under the 2021 Plan, valued at $<span id="xdx_902_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue_iI_c20240630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyOneStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember__us-gaap--StatementClassOfStockAxis__custom--SeriesAPreferredRestrictedStockMember_zDqGMcRXdUe" title="Price per share on date of grant">2.50 per share based on the closing market price of the Company's preferred A stock on the date of the grant. The Company awarded <span id="xdx_90F_eus-gaap--StockIssuedDuringPeriodSharesRestrictedStockAwardGross_c20240101__20240630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyThreeStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember_zJjzDnNhYc5k" title="Stock issued restricted stock units">610,234 restricted stock awards under the 2023 Plan, valued at $<span id="xdx_90D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue_iI_c20240630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyThreeStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember_zr9l7HANHB6b" title="Price per share on date of grant">1.52 per share based on the closing market price of the Company's common stock on the date of the grant. The Company awarded <span id="xdx_90F_eus-gaap--StockIssuedDuringPeriodSharesRestrictedStockAwardGross_c20240101__20240630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyThreeStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember__us-gaap--StatementClassOfStockAxis__us-gaap--CommonStockMember_z6nkSycaBZhg" title="Stock issued restricted stock units">57,255 restricted stock awards under the 2023 Plan, valued at $<span id="xdx_903_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue_iI_c20240630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyThreeStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember__us-gaap--StatementClassOfStockAxis__us-gaap--CommonStockMember_z2Vab2leGayc" title="Price per share on date of grant">2.41 per share based on the closing market price of the Company's common stock on the date of the grant. <span id="xdx_90D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardDescription_c20240101__20240630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyThreeStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember_zwVqTsUu2Mj2" title="Shares description">25,309 of the restricted stock awards vest immediately, 2,022,246 of the restricted stock awards vest at separation from the Company, 690,223 of the restricted stock awards vest 33% on June 1 ,2024, 33% on June 1, 2025 and 34% on June 1, 2026, and 304,289 of the restricted stock awards vest 33% on June 1, 2025, 33% on June 1 , 2026 and 34% on June 1, 2027.   During the three months ended June 30, 2023, the Company did not issue any equity awards under its 2021 or 2023 Plans.   During the six months ended June 30, 2023, the Company awarded <span id="xdx_90E_eus-gaap--StockIssuedDuringPeriodSharesRestrictedStockAwardGross_c20230101__20230630__us-gaap--PlanNameAxis__custom--TwoThousandTwentyOneStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember_znG05vj0TFY5" title="Stock issued restricted stock units">500,000 restricted stock units under the 2021 Plan, valued at $<span id="xdx_90B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue_pid_c20230101__gaap--PlanNameAxis__custom--TwoThousandTwentyOneStockPlanMember__us-gaap--AwardTypeAxis__us-gaap--RestrictedStockMember_zzikOMLdsMUg" title="Price per share on date of grant">0.2986 per share based on the closing market price of the Company's common stock on the date of the grant. The restricted stock units vested during May 2023.   The Company will recognize the compensation expense on a straight-line basis over the service period for the entire Awards. Accordingly, as of June 30, 2024, the

*Awards from the Plans are presented at fair value within the stockholders' equity section of the Company's balance sheet.   As of June 30, 2024, unrecognized compensation cost related to unvested Awards was approximately $5.8 million. That cost is expected to be recognized over a weighted-average period of approximately <span id="xdx_906_eus-gaap--SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2_dtY_c20240101__20240630_zAyH1msmkq" title="Weighted average period">2.4 years.   On April 15, 2024, a modification related to the cancellation of 48,547 under the water stock options granted to eight board members. The options were replaced with new awards of restricted stock. The amount of incremental compensation cost resulting from the modification was approximately $4.0 million. There were no modifications during the three and six months ended June 30, 2023.
0.09750.09750.23750.23751460191Third Amended and Restated 2021 Plan will, among other things, (a) increase the number of shares of our Common Stock reserved for issuance thereunder, on a quarterly basis, to 18.75% of the shares of our Common Stock outstanding on the measurement date and (b) allow us to grant awards of shares of our 9.0% Series A Cumulative Perpetual Preferred Stock ("Series A Preferred Stock") (with and without restrictions). Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Common Stock that may be issued under the Third Amended and Restated 2021 Plan (excluding the number of shares of our Common Stock subject to Specified Awards (as defined below)) (i) pursuant to the exercise of stock options, (ii) as unrestricted or restricted Common Stock, and (iii) in settlement of RSUs shall be limited to, beginning with the first quarter of our fiscal year ending December 31, 2023 (or January 1, 2023), 18.75% of the number of shares of our Common Stock outstanding as of the first trading day of each quarter. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, the maximum aggregate number of shares of our Series A Preferred Stock that may be issued under the Third Amended and Restated 2021 Plan as unrestricted or restricted Series A Preferred Stock shall equal $3,600,000 valued as of the effective date of the Third Amended and Restated 2021 Plan as determined at the lower of the closing price of our Series A Preferred Stock on Nasdaq on such date or the average of the daily volume weighted average price of our Series A Preferred Stock on Nasdaq as reported by Bloomberg L.P. for a period of five (5) consecutive trading days ending on such date. Subject to certain adjustments as provided in the Third Amended and Restated 2021 Plan, (i) shares of our Common Stock and Series A Preferred Stock, as applicable, subject to the Third Amended and Restated 2021 Plan shall include shares of our Common Stock and Series A Preferred Stock, as applicable, which revert back to the Third Amended and Restated 2021 Plan in a prior quarter or fiscal year, as applicable, pursuant to the paragraph below, and (ii) the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that may be issued under the Third Amended and Restated 2021 Plan may never be less than the number of shares of our Common Stock and Series A Preferred Stock, as applicable, that are then outstanding under (or available to settle existing) 2021 Plan Award grants. For purposes of the Third Amended and Restated 2021 Plan, "Specified Awards" means (i) 2021 Plan Awards issued to Eligible Persons who are not employed or engaged by us or any of our subsidiaries as of the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023, and (ii) 2021 Plan Awards that have a grant date at least three (3) years prior to the last day of any fiscal quarter, commencing with the fiscal quarter ending March 31, 2023. The exclusion of Specified Awards from the determination of the maximum aggregate number of shares of our Common Stock available for issuance under the Third Amended and Restated 2021 Plan could have material effect on the number of shares of our Common Stock available for issuance thereunder and could have a material dilutive effect on our stockholders.0.18750.23750.18750.23753915443915441.52907342.4118923002.506102341.52572552.4125,309 of the restricted stock awards vest immediately, 2,022,246 of the restricted stock awards vest at separation from the Company, 690,223 of the restricted stock awards vest 33% on June 1 ,2024, 33% on June 1, 2025 and 34% on June 1, 2026, and 304,289 of the restricted stock awards vest 33% on June 1, 2025, 33% on June 1 , 2026 and 34% on June 1, 20275000000.29865800000P2Y4M24D485474000000.0 13. Effect of Recent Accounting Updates   Accounting Updates Effective for fiscal year 2024   Changes to U.S. GAAP are established by the Financial Accounting Standards Board (the "FASB") in the form of accounting standard updates ("ASUs") to the FASB's Accounting Standards Codification ("ASC"). The Company considered the applicability and impact of all ASUs. ASUs not mentioned below were assessed and determined to be either not applicable or are expected to have minimal impact on our consolidated financial position or results of operations.   Accounting Updates Not Yet Effective   Improvements to Reportable Segment Disclosures   In November 2023, the Financial Accounting Standards Board (FASB) issued Accounting Standard Update (ASU) 2023-07, Segment Reporting (Topic 280): Improvement to Reportable Segment Disclosures (ASU 2023-07), which requires disclosure of incremental segment information on an annual and interim basis, primarily through enhanced disclosures of significant segment expenses. ASU 2023-07 is effective for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024 and requires retrospective application to all periods presented upon adoption. Early adoption is permitted. The Company is currently evaluating the impact that ASU 2023-07 will have on its condensed consolidated financial statements and disclosures.   Crypto Assets (Subtopic 350-60): Accounting for and Disclosure of Crypto Assets   In December 2023, the FASB issued ASU 2023-08, Intangibles - Goodwill and Other - Crypto Assets (Subtopic 350-60): Accounting for and Disclosure of Crypto Assets, which establishes accounting guidance for crypto assets meeting certain criteria. Bitcoin meets this criteria. The amendments require crypto assets meeting the criteria to be recognized at fair value with changes recognized in net income each reporting period. Upon adoption, a cumulative-effect adjustment is made to the opening balance of retained earnings as of the beginning of the annual reporting period of adoption. ASU 2023-08 is effective for fiscal years beginning after December 15, 2024, including interim periods within those fiscal years. Early adoption is permitted. The guidance is not expected to have an impact on the Company's condensed consolidated financial statements and disclosures, unless the Company intends to hold crypto assets.   Improvements to Income Tax Disclosures   In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures (ASU 2023-09), which requires disclosure of incremental income tax information within the rate reconciliation and expanded disclosures of income taxes paid, among other disclosure requirements. ASU 2023-09 is effective for fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company is currently evaluating the impact that ASU 2023-09 will have on its condensed consolidated financial statements and disclosures.   Stock Compensation   In March 2024, the FASB issued ASU 2024-01, Compensation—Stock Compensation (Topic 718): Scope Application of Profits Interest and Similar Awards ("ASU 2024-01"), to clarify the scope application of profits interest and similar awards by adding illustrative guidance in ASC 718, Compensation—Stock Compensation ("ASC 718"). ASU 2024-01 clarifies how to determine whether profits interest and similar awards should be accounted for as a share-based payment arrangement (ASC 718) or as a cash bonus or profit-sharing arrangement (ASC 710, Compensation—General, or other guidance) and applies to all reporting entities that account for profits interest awards as compensation to employees or non-employees. In addition to adding the illustrative guidance, ASU 2024-01 modified the language in paragraph 718-10-15-3 to improve its clarity and operability without changing the guidance. ASU 2024-01 is effective for fiscal years beginning after December 15, 2024, including interim periods within those annual periods. Early adoption is permitted. The amendments should be applied either retrospectively to all prior periods presented in the financial statements, or prospectively to profits interests and similar awards granted or modified on or after the adoption date. The Company is currently assessing the impacts of adopting ASU 2024-01 on its condensed consolidated financial statements and disclosures.   14. PROJECT MARIE   As previously disclosed in Footnote 8, on December 20, 2022, Soluna MC Borrowing 2021-1 LLC ("Borrower"), an indirect wholly owned subsidiary of Soluna Holdings, Inc. (the "Company"), received a Notice of Acceleration and Repossession (the "NYDIG Notice") from NYDIG ABL LLC ("NYDIG") with respect to the Master Equipment Finance Agreement, dated as of December 30, 2021 (the "MEFA"), by and between Borrower and NYDIG. The NYDIG Notice states that (a) Borrower failed to observe or perform certain covenants, conditions or agreements contained in the MEFA and such failure continued unremedied for a period of ten days after Borrower's knowledge of such breach, which resulted in an event of default under the MEFA, and (b) Borrower defaulted under the guaranty, collateral agreement, or other support agreement, which resulted in an event of default under the MEFA. In addition, the NYDIG Notice states that Borrower failed to pay certain payments of principal and interest under the MEFA when due, which failure also constituted an event of default under the MEFA. As a result of the foregoing events of default, and pursuant to the MEFA, NYDIG (x) declared the principal amount of all loans due and owing under the MEFA and all accompanying Loan Documents (as defined in the MEFA) to be due and immediately payable, (y) imposed a default rate of interest on any outstanding principal amount of each loan (together with all then unpaid interest accruing thereon) and all other obligations under the MEFA and the Loan Documents, and (z) demanded the return of all equipment subject to the MEFA and the Loan Documents.   The assets which secure the MEFA represent substantially all of the Company's mining assets at

the site and certain of the operating assets of Project Marie, a 20 MW facility located in Kentucky. The obligations of Borrower under the MEFA and reflected in the NYDIG Notice are ring-fenced to Borrower and its direct parent company, Soluna MC LLC. The Company is not a party to any guaranty, collateral agreement or other support agreement with or for the benefit of NYDIG. For the year ended December 31, 2022, the principal balance of $10.5 million became due immediately and the Borrower was to bear interest, at a rate per annum equal to 2.0% plus the rate per annum otherwise applicable to such obligations set forth in the Master Agreement. As of December 31, 2023, the Company reduced the outstanding debt by the repossessed collateralized assets net book value of $3.4 million less accrued interest that was paid off first when the collateral was repossessed of approximately $740 thousand, legal fees of approximately $251 thousand, and an additional penalty expense of $1.0 million, reducing the debt outstanding to approximately $9.2 million as of December 31, 2023. Also, as the Company was not able to obtain a waiver, the outstanding deferred financing costs were written off on September 5, 2023. NYDIG provided a letter finalizing the accounting for the repossessed collateralized assets totaling proceeds of approximately $3.4 million. This included legal and other expenses associated with the sale of the assets net a modest gain on the estimated net book value of the assets totaling $251 thousand that was expensed as a loss on disposition of assets for the year ended December 31, 2023. On December 7, 2023, NYDIG filed its Motion for Summary Judgment seeking entry of a judgment against Soluna in the approximate amount of $10.3 million for principal and interest and penalties. On January 12, 2024, Soluna filed its objection to NYDIG's motion for summary judgment on the grounds that NYDIG failed to explain what collateral of which loan was sold and how the sale proceeds were allocated to each loan. A summary judgment motion was performed on February 13, 2024, and was agreed upon by both NYDIG and the Borrower, that the total outstanding loan principal balance would be approximately $9.2 million, in which a penalty fee was applied of approximately $1.0 million to the repossessed collateralized assets, and outstanding interest and penalty balance would be approximately $936 thousand as of December 31, 2023. As of June 30, 2024, the Company has an outstanding principal balance of approximately $9.2 million and an outstanding interest and penalty balance of approximately $1.5 million.   On February 23, 2023, NYDIG proceeded to foreclose on all of the collateral securing the MEFA, which resulted in a reportable disposition of all of the Company's mining assets at the site and certain of the operating assets of Project Marie. The total net book value of the collateralized assets that were repossessed totaled $3.4 million which were written off the Company's books for the three months ended March 31, 2023, with an offset to the outstanding loan. Additionally, NDYIG has stated its intention to pursue SCI, the parent company of Guarantor, under a piercing of the corporate veil claim relating to Defendants' debts and liabilities under the loan documents. SCI denies any such liability and has filed a complaint for a declaratory judgment against NYDIG in the Eighth Judicial District Court in Clark County, Nevada on March 16, 2023 seeking a declaratory judgment as to such matter. In a related development, also on February 23, 2023, the Borrower received a notice of termination of the Management and Hosting Services Agreement with CC Metals and Alloys, LLC. As a result of this action and certain other characteristics of the facility, the Company elected to shut down the Marie facility. The Company believes it will maximize its profits and return on assets by concentrating its personnel and capital on its Dorothy Facility.   With the notice of termination of the Management and Hosting Services from CCMA, the Company notes that this event triggered the impairment of the remaining fixed assets at the Marie facility for the year ended December 31, 2022. Based on the closure of operations on Project Marie, the Company performed an impairment analysis and determined that approximately $<span id="xdx_905_eus-gaap--DisposalGroupIncludingDiscontinuedOperationPropertyPlantAndEquipment_iI_pn5n6_c20221231__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--InvestorsMember_zeGWOaeLcjH8" title="Disposal of property plant and equipment">2.4 million of equipment and leasehold approvements associated with Project Marie that were not attached with the repossession of NYDIG collateralized assets were impaired as of the year-ended December 31, 2022.   For the first quarter of 2023, the Company assessed whether the abandonment of the Project Marie facility qualified for the classification of discontinued operations under ASC 205-20-45-1B and 1C. A disposal of a component of an entity or a group of components of an entity shall be reported in discontinued operations if the disposal represents a strategic shift that has (or will have) a major effect on an entity's operations and financial results when any of the following occurs: a. The component of an entity or group of components of an entity meets the criteria in paragraph 205-20-45-1E to be classified as held for sale.   b. The component of an entity or group of components of an entity is disposed of by sale.   c. The component of an entity or group of components of an entity is disposed of other than by sale in accordance with paragraph 360-10-45-15 (for example, by abandonment or in a distribution to owners in a spinoff).   As such, the Company deemed that criteria c was applicable as the Project Marie facility was abandoned and ceased further operations beginning on February 23, 2023. However, to qualify for reporting as discontinued operations, it must represent a strategic shift. Per ASC 205-20-45-1C, examples of a strategic shift that has (or will have) a major effect on an entity's operations and financial results could include a disposal of a major geographical area, a major line of business, a major equity method investment, or other major parts of an entity. A strategic shift implies that the disposal must result from a change in the way management had intended to run the business. Management does not believe the closure of Project Marie represented a strategic shift as the Company still fully intends to manage operations through data hosting with customers and proprietary mining arrangements for future pipelines, as such the strategic shift criteria was not met and will not qualify as discontinued operations.   However, per ASC 360-10-50-3A, in addition to the disclosures in paragraph 360-10-50-3, if a long-lived asset (disposal group) includes an individually significant component of an entity that either has been disposed of or is classified as held for sale and does not qualify for presentation and disclosure as discontinued operation, a public business entity shall disclose the pretax profit or loss of the individually significant component of an entity for the period in which it is disposed of or is classified as held for sale and for all prior period that are presented in the statement where net income is reported in accordance with ASC 205-20-45-6 through 45-9. Since the evaluation related to prior quarter, the Company has included comparative pretax loss for Project Marie for the three and six months ended June 30, 2024 and June 30, 2023.   <p id="xdx_89A_esrt--ScheduleOfCondensedIncomeStatementTableTextBlock_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zWEohrx3He4" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Set forth below are the results of Project Marie: Schedule of Results of Project Marie <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_491_20240401__20240630__us-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zZifs5xGaYya" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_49D_20230401__20230630__us-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zYTcjSQCq1A7" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_496_20240101__20240630__us-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zzG0F4u58Z22" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_49F_20230101__20230630__us-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zRu4vqvgvlOb" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif">(Dollars in thousands)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> Three Months Ended June 30, </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"><span style="font-family: Times New Roman, Times, Serif; font-

size: 10pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> Six Months Ended June 30, </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td></tr> <tr id="xdx_405_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zcxtxUh1UYkj" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; width: 40%; text-align: left">Cryptocurrency mining revenue</td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; 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text-align: left">Operating service revenue-intercompany</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">5</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; 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vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; padding-left: 10pt">Total revenue</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">2</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; 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style="font-family: Times New Roman, Times, Serif; font-size: 10pt"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--OtherCostOfOperatingRevenue_pn3n3_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zg802tLlS1we" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; padding-left: 10pt">Cost of cryptocurrency mining revenue, exclusive of depreciation</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">801</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40D_ecustom--CostOfRevenuedepreciation_pn3n3_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zG0sGQTbMi96" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; padding-left: 10pt">Cost of revenue- depreciation</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> -</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">8</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">130</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40B_ecustom--DataHostingCosts_pn3n3_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zS2pOzfeRoj9" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; padding-left: 10pt">Data hosting (income) costs</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(10</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">205</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_400_ecustom--OperationalServiceCostsIntercompany_pn3n3_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_z5WqFENZlY4e" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; padding-left: 10pt">Operational service costs-intercompany</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2</td><td style="font: 10pt Times New Roman, Times, Serif; 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text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">34</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(32</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">319</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--AssetImpairmentCharges_i01_pn3n3_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zuIwBm36JNVg" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Impairment on fixed assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman,

Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">43</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--InterestExpense_i01N_pn3n3_di_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zZgqTrkucVBh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Interest expense</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">361</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">315</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">723</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">692</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GainLossOnSaleOfPropertyPlantEquipment_i01N_pn3n3_di_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zc043dxNiND6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Gain (loss) on sale of fixed assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; 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text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">254</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--OtherNonoperatingIncomeExpense_i01N_pn3n3_di_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zsMYuVmf9s01" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other income, net</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">4</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">11</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--IncomeLossFromIndividuallySignificantComponentDisposedOfOrHeldForSaleExcludingDiscontinuedOperationsBeforeIncomeTax_iN_pn3n3_di_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zu04pDg8eul2" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Net loss before income taxes</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(102</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(347</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(423</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(1,134</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td></tr> </table>   For the three and six months ended June 30, 2024, the intercompany service revenue and costs are eliminated within consolidation. Project Marie received a $32 thousand refund for- insurance expenses for the six months ended June 30, 2024 and incurs interest expense in relation to the NYDIG default. On June 25, 2024, Soluna MC settled with Atlas for $<span id="xdx_902_eus-gaap--LossContingencyDamagesPaidValue_pn3n3_c20240625__20240625__us-gaap--TypeOfArrangementAxis__custom--SettlementAgreementMember__dei--LegalEntityAxis__custom--AtlasTechnologyGroupLLCMember_zrszm0cJyv8f" title="Settlement amount">210 thousand and recorded a gain on the Atlas settlement of $<span id="xdx_902_eus-gaap--GainLossRelatedToLitigationSettlement_pn3n3_c20240625__20240625__us-gaap--TypeOfArrangementAxis__custom--SettlementAgreementMember__dei--LegalEntityAxis__custom--AtlasTechnologyGroupLLCMember_z1fRGRO3TQLa" title="Gain on settlement">254 thousand, see further details in Note 10.
105000000.020340000074000025100010000000.092000003400000251000103000009200000100000.093600092000001500000340000024000000
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Times, Serif; margin: 0pt 0; text-align: justify">Set forth below are the results of Project Marie: Schedule of Results of Project Marie <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_491_20240401__20240630__us-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zZifs5xGaYya" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_49D_20230401__20230630__us-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zYTcjSQCq1A7" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_496_20240101__20240630__us-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zzG0F4u58Z22" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_49F_20230101__20230630__us-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zRu4vqvgvlOb" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif">(Dollars in thousands)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> Three Months Ended June 30, </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> Six Months Ended June 30, </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr id="xdx_405_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zcxtxUh1UYkj" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; width: 40%; text-align: left">Cryptocurrency mining revenue</td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">769</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--OperationServiceRevenueIntercompanyMember_zkBd8NGXivGe" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating service revenue-intercompany</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">5</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--DataHostingRevenueMember_zxlaiSZEvdp3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Data hosting revenue</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif;

text-align: right">276</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--Revenues_pn3n3_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zIY1UmGvX6zd" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; padding-left: 10pt">Total revenue</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">2</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">5</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">1,045</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--OperatingCostsAndExpensesAbstract_iB_zfWJQYuM5SKI" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating costs:</td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; 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text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; 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text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">8</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">130</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40B_ecustom--DataHostingCosts_pn3n3_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zS2pOzfeRoj9" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; padding-left: 10pt">Data hosting (income) costs</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(10</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">205</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_400_ecustom--OperationalServiceCostsIntercompany_pn3n3_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_z5WqFENZlY4e" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left; padding-left: 10pt">Operational service costs-intercompany</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; 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style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">34</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(32</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">319</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--AssetImpairmentCharges_i01_pn3n3_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zuIwBm36JNVg" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Impairment on fixed assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">43</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--InterestExpense_i01N_pn3n3_di_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zZgqTrkucVBh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Interest expense</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">361</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">315</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">723</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">692</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--GainLossOnSaleOfPropertyPlantEquipment_i01N_pn3n3_di_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zc043dxNiND6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Gain (loss) on sale of fixed assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">11</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--GainLossRelatedToLitigationSettlement_i01_pn3n3_zJphsKdG7lWk" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Gain on settlement</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">254</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">254</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--OtherNonoperatingIncomeExpense_i01N_pn3n3_di_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zsMYuVmf9s01" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other income, net</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">4</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">11</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--IncomeLossFromIndividuallySignificantComponentDisposedOfOrHeldForSaleExcludingDiscontinuedOperationsBeforeIncomeTax_iN_pn3n3_di_hus-gaap--DebtInstrumentAxis__custom--ProjectMarieMember_zu04pDg8eul2" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Net loss before income taxes</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right"><span style="font-family: Times New

Roman, Times, Serif; font-size: 10pt">(102</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(347</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(423</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(1,134</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td></tr></table>
769000200050002760002000500010450008010008000130000-100002050001000200034000-320003190004300036100031500072300069200011000254000254000-40001100010200034700042300011340003200021000025400 15. VARIABLE INTEREST ENTITY   On January 26, 2022, DVSL was created in order to construct, own, operate and maintain variable data centers in order to support the mining of cryptocurrency assets, batch processing and other non-crypto related activities (collectively, the “Project”). On May 3, 2022, SCI entered into a Bilateral Master Contribution Agreement (the “Bilateral Contribution Agreement”) with Spring Lane Capital, pursuant to which Spring Lane agreed, pursuant to the terms and conditions of such agreement, to make one or more capital contributions to, and in exchange for equity in, SCI or one of its subsidiaries up to an aggregate amount of $35 million to fund certain projects to develop green data centers co-located with renewable energy assets (the “Spring Lane Commitment”). We anticipate that these capital contributions, once deployed into the projects, will help develop up to three behind-the-meter (BTM) projects designed to convert wasted renewable energy into clean computing services such as Bitcoin mining and artificial intelligence. The Bilateral Contribution Agreement outlines the framework for the Spring Lane Commitment; however, neither we nor Spring Lane are obligated to complete any projects under such agreement and any actual capital contributions are subject to various conditions precedent, including the receipt of requisite lender and other consents, acceptance by Spring Lane of specific projects and negotiations of agreements regarding those projects, including milestones and structure. In partial consideration of the amendment to the October Secured Notes discussed above, the investors agreed to release certain collateral covered by their security agreement to permit the Company to proceed forward with the initial phase of Project Dorothy, which we expect to be partially funded by Spring Lane, which the Company expects to complete in the near future.   On August 5, 2022, the Company entered into a Contribution Agreement (the “Dorothy Contribution Agreement”) with Spring Lane, Soluna DV Devco, LLC (“Devco”), an indirect wholly-owned subsidiary of SCI, and DVSL an entity formed in order to further the Company’s development for Project Dorothy, (each, a “Party” and, together, the “Parties”). Pursuant to the Dorothy Contribution Agreement, the Company committed to a capital contribution of up to approximately $26.3 million to DVSL (the “Company Commitment”), and on August 5, 2022, the Company was deemed to have contributed approximately $8.1 million, through payment of capital expenditures and development costs made on behalf of DVSL by the Company prior to August 5, 2022. Further under the Agreement, Spring Lane committed to a capital contribution of up to $12.5 million to DVSL (the “Spring Lane Dorothy Commitment”), and as of December 31, 2022, Spring Lane had actually contributed approximately $4.8 million. Under the Dorothy Contribution Agreement, the Company and Spring Lane have committed to make subsequent contributions, up to their respective Company Commitment and Spring Lane Dorothy Commitment amounts, on a pro rata basis, upon receipt of a contribution request from DVSL, as set forth in the Dorothy Contribution Agreement and subject to the satisfaction of certain conditions described therein. The proceeds of any subsequent commitments will be applied to pay project costs in accordance with the project budget.   In exchange for their contributions, the Company and Spring Lane were issued <span id="xdx_907_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20240630__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--SpringLaneMember_zmy0oPyU8k41" title="Ownership percentage">67.8% and <span id="xdx_908_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20240630__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--DVSLMember_zpKM0xZwNgyb" title="Ownership percentage">32.2% of the Class B Membership Interests in DVSL, respectively, and were admitted as Class B members of DVSL. Further pursuant to the Agreement, DVSL issued <span id="xdx_90C_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20240630__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--DevcoMember_zjDf8SU0Jb11" title="Ownership percentage">100% of its Class A Membership Interests to Devco. The Dorothy Contribution Agreement contains customary indemnification provisions, liquidation provisions and governance provisions with respect to DVSL. The Parties also entered into an Amended and Restated Limited Liability Company Agreement of DVSL providing for the governance of DVSL.   Soluna evaluated this legal entity under ASC 810, Consolidations and determined that DVSL is a variable interest entity that should be consolidated into Soluna, with a non-controlling interest recorded to account for Spring Lane’s equity ownership of the Company. Soluna has a variable interest in DVSL. The entity was designed by Soluna to create an entity for outside investors to invest in specific projects. The creation of this entity resulted in Soluna, through its equity interest in DVSL, absorbing operational risk that the entity was created to create and distribute, resulting in Soluna having a variable interest in DVSL.   On March 10, 2023, the Company along with Devco, and Soluna DVSL ComputeCo, LLC, a Delaware limited liability company (the “Project Company”) entered into a Purchase and Sale Agreement (the “Purchase and Sale Agreement”) with Soluna SLC Fund I Projects Holdco, LLC, a Delaware limited liability company (“Spring Lane”) that is wholly owned indirectly by Spring Lane Management LLC. The Project Company is constructing a modular data center with a peak demand of 25 megawatts (the “Dorothy Phase 1A Facility”).   Under a series of transactions in February 2023 and March 2023, culminating in the March 10, 2023 Purchase and Sale Agreement, the Company sold to Spring Lane certain Class B Membership Interests for a purchase price of $<span id="xdx_909_eus-gaap--SaleOfStockConsiderationReceivedOnTransaction_pid_c20230310__20230310__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--SpringLaneMember__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember_zXlnGtYNhC3a" title="Purchase price">7,500,000 (the “Sale”). After giving effect to the Sale, the Company owned <span id="xdx_90F_eus-gaap--StockIssuedDuringPeriodSharesNewIssues_pid_c20230310__20230310__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember__srt--ConsolidatedEntitiesAxis__srt--ParentCompanyMember_zih2u0D7Dqz9" title="Share issued">6,790,537 Class B Membership Interests (constituting <span id="xdx_909_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20230310__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--ParentsCompanyMember_zImkohFgRtC6" title="Ownership percentage">14.6% of the Class B Membership Interests) and Spring Lane owns <span id="xdx_90A_eus-gaap--StockIssuedDuringPeriodSharesNewIssues_pid_c20230310__20230310__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--SpringLaneMember_zjzQtNqU2pb2" title="Share issued">39,791,988 Class B Membership Interests (constituting <span id="xdx_901_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20230310__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--SpringLaneMember_zx9OlAio6JQe" title="Ownership percentage">85.4% of the Class B Membership Interests). The cash portion of the purchase price paid by Spring Lane to the Company was $<span id="xdx_903_eus-gaap--RepaymentsOfRelatedPartyDebt_c20230310__20230310__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--SpringLaneMember_z5iKzvfzBtrd" title="Repayments of related party debt">5,770,065, which represented the purchase price of $<span id="xdx_901_eus-gaap--RepaymentsOfRelatedPartyDebt_c20230310__20230310__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember__us-gaap--RelatedPartyTransactionsByRelatedPartyAxis__custom--SpringLaneMember__srt--RangeAxis__srt--MinimumMember_zZ6qNglQzX02" title="Purchase price">7,500,000 less the Company’s pro rata share of certain contributions funded entirely by Spring Lane in the earlier portion of this series of transactions occurring during February 2023 and March 2023. As a further part of these transactions, the parties agreed that from January 1, 2023 onwards, Soluna would bear only <span id="xdx_90B_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20230310__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--ParentsCompanyMember_zNJ0ebZNtIBj" title="Ownership percentage">14.6% of the costs relating to the construction and operation of the Dorothy Phase 1A Facility, compared to its <span id="xdx_908_eus-gaap--EquityMethodInvestmentOwnershipPercentage_iI_pid_dp_uPure_c20230310__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--DorothyPhase1AFacilityMember_zyYOjUlNXG9k" title="Ownership percentage">67.8% share until that time, including during the calendar year 2022. <span id="xdx_901_eus-gaap--EquityMethodInvestmentAdditionalInformation_c20230310__20230310__us-gaap--TypeOfArrangementAxis__custom--PurchaseAndSaleAgreementMember__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--DorothyPhase1AFacilityMember_zFnHk8LDdyN8" title="Equity method investment description">After Spring Lane Capital realizes an 16% Internal Rate of Return hurdle on its investments, the Company retains the right to 50% of the profits on Soluna DVSL ComputeCo. In connection with the Spring Lane transactions and agreements, Soluna DV Services, LLC. will be providing the operations and maintenance services to Soluna DVSL ComputeCo, LLC. Soluna DV Services, LLC expects to receive a margin of 20% for services rendered.   Concurrently with the Sale, the Company, Spring Lane, Devco and the Project Company entered into (a) the Fourth Amended and Restated Limited Liability Company Agreement of the Project Company, dated as of March 10, 2023 (the “Fourth A&R LLCA”), an amendment and restatement of the Third Amended and Restated Limited Liability Company Agreement of the Project Company dated as of March 3, 2023, and (b) the Amended and Restated Contribution Agreement, dated as of March 10, 2023 (the “A&R Contribution Agreement”), an amendment and restatement of the Contribution Agreement dated as of August 5, 2022. The Fourth A&R LLCA provides for certain updates in respect of Spring Lane’s majority ownership. The A&R Contribution Agreement reflects updated pro rata member funding percentages as a result of the Sale as well as updated contribution caps for each of the Company and Spring Lane.   <p style="font: 10pt Times

New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> As of January 1, 2023, there were no changes in the Limited Liability Agreement of the Company other than those related to incorporating the new investment and the purpose and design of the Company has not changed. The Company evaluated the power and benefits concepts under ASC 810 to determine whether the change in investment of Class B memberships would change the consolidation of the DVSL, and the Company concluded that, after the additional investment by Spring Lane, Soluna continues to have a controlling financial interest in DVSL. In addition, the Company continues to have the power and benefits associated with DVSL and therefore will continue to consolidate.   <p id="xdx_892_esrt--ScheduleOfCondensedBalanceSheetTableTextBlock_hdei--LegalEntityAxis__custom--DVSLComputeCoLLCMember_z5B4WQi5ReOg" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The carrying amount of the VIE's assets and liabilities was as follows: Schedule of Variable Interest Entities of Assets and Liabilities <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif">(Dollars in thousands)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_490_20240630__srt--ConsolidatedEntitiesAxis__us-gaap--VariableInterestEntityPrimaryBeneficiaryMember__dei--LegalEntityAxis__custom--DVSLComputeCoLLCMember_zCsVLDrAOyz6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> June 30, 2024 </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_49A_20231231__srt--ConsolidatedEntitiesAxis__us-gaap--VariableInterestEntityPrimaryBeneficiaryMember__dei--LegalEntityAxis__custom--DVSLComputeCoLLCMember_zV5vo5ldXZqg" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> December 31, 2023 </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr id="xdx_401_eus-gaap--AssetsCurrentAbstract_iB_zfFNQ75O1sY3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current assets:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--CashAndCashEquivalentsAtCarryingValue_i01I_pn3n3_maACz1ZN_maACzp1P_zmo0nFAX0Qcf" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; width: 60%; text-align: left">Cash and restricted cash</td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">3,090</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">2,275</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--AccountsReceivableNet_i01I_pn3n3_maACz1ZN_maACzp1P_zxeSvzyDxpk1" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accounts receivable</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,105</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,201</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--OtherReceivables_i01I_pn3n3_hus-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_maACzp1P_zukzudyJcVEj" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other receivable, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">283</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">185</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--PrepaidExpenseAndOtherAssetsCurrent_i01I_pn3n3_maACzp1P_zjBZlAPAeVg3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Prepaids and other current assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">29</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--AssetsCurrent_i01TI_pn3n3_mtACzp1P_maAz422_zUiFkrJsrIFh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total current assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">4,507</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">3,661</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,192</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,172</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_402_ecustom--OtherAssetsLongTermRelatedParty_iI_pn3n3_maAz422_zwPy0YiCLL4" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other assets- long term, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,192</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,172</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--

OperatingLeaseRightOfUseAsset_if_pn3n3_maAz422_zoxMdcZTlgP6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease right-of-use assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">87</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">90</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--PropertyPlantAndEquipmentNet_if_pn3n3_maAz422_zMwAAzGE0UFd" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Property, plant, and equipment</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">13,195</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">13,712</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--Assets_iTI_pn3n3_mtAz422_zWKZomJnprDj" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">19,981</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">19,635</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td></tr> <tr id="xdx_407_eus-gaap--LiabilitiesCurrentAbstract_iB_zMxwCGW1QM7" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current liabilities:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--AccountsPayableCurrent_i01I_pn3n3_hus-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_maLCzSDl_msACzXlX_maLCz3he_maLCzKkL_zUpSnppa0cJk" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accounts payable, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">95</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--AccruedLiabilitiesCurrent_i01I_pn3n3_maLCzSDl_msACzXlX_maLCz3he_maLCzKkL_z50HxU4FMXk6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accrued expense</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,011</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">677</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--ContractWithCustomerLiabilityCurrent_i01I_pn3n3_msACzXlX_maLCz3he_maLCzKkL_zNpIfjuSWLw9" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Customer deposits-current</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,300</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--OperatingLeaseLiabilityCurrent_i01I_pn3n3_msACzXlX_maLCz3he_maLCzKkL_z9kQDpAKdWrg" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease liability</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">7</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">7</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--LongTermDebtCurrent_i01I_pn3n3_maLCzSDl_maLCzbjo_zrjch4erlrWk" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current portion of debt</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; 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text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">684</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--OperatingLeaseLiabilityNoncurrent_i01I_pn3n3_maLzXXZ_maLzook_zymaJhAljvci" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size:

10pt">Operating lease liability</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">80</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">83</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40E_ecustom--CustomerDepositsLongTerm_iI_pn3n3_maLzXXZ_maLzook_zzwHpWCRcSK3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Customer deposits- long term</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,190</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OtherLiabilities_iI_pn3n3_hus-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_maLzXXZ_maLzook_zhTbHYwmqZH4" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other liabilities, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">224</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">224</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--Liabilities_iTI_mtLzXXZ_mtLzook_zJ3ZOn5hSRv3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total liabilities</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">2,717</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">2,181</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> </table>   Effective, January 1, 2023, the Company's ownership in DVSL was reduced from <span id="xdx_904_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_pid_dp_uPure_c20231231__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--DVSLComputeCoLLCMember_zsIArhfyHDOj" title="Debt instrument percentage">67.8% to <span id="xdx_90F_eus-gaap--DebtInstrumentInterestRateStatedPercentage_iI_pid_dp_uPure_c20230101__srt--ScheduleOfEquityMethodInvestmentEquityMethodInvesteeNameAxis__custom--DVSLComputeCoLLCMember_zNK7NH4hWd95" title="Debt instrument percentage">14.6%; see above for details.   On May 9, 2023, the Company's indirect subsidiary DVCC completed a strategic partnership and financing with a special purpose vehicle, Navitas West Texas Investments SPV, LLC, ("Navitas") organized by Navitas Global, to complete the second phase of the Dorothy Project ("Dorothy 1B"). Under a Contribution Agreement among the parties, the Company owned a substantially complete 25MW data center under construction, in which the Company had contributed capital expenditures for the data center. Soluna and Navitas amended and restated the Initial LLCA (the "Existing LLCA") to reflect Navitas' contribution of $4,500,000 and its receipt of 4,500 Membership Interests, constituting 26.5% of the outstanding Membership Interests of the Company. On June 2, 2023, Soluna and Navitas amended and restated the Existing LLCA to (a) reflect (i) Navitas's additional capital contribution of $7,596,970 and receipt of an additional 7,597 Membership Interests, for a total of 12,097 Membership Interests and 49% ownership of DVCC, and (ii) Soluna's additional capital contribution of $1,340,000 and receipt of an additional 1,340 Membership Interests, for a total of 12,590 Membership Interests and 51% ownership of DVCC, and (b) describe the respective rights and obligations of the Members and the management of DVCC. As of June 30, 2024, Navitas owns 45% and Soluna owns 55% of DVCC.   Soluna evaluated this legal entity under ASC 810, Consolidations and determined that DVCC is a variable interest entity that should be consolidated into Soluna, with a non-controlling interest recorded to account for Navita's equity ownership of the Company. Soluna has a variable interest in DVCC. The entity was designed by Soluna to create an entity for outside investors to invest in specific projects. The creation of this entity resulted in Soluna, through its equity interest in DVCC, absorbing operational risk that the entity was created to create and distribute, resulting in Soluna having a variable interest in DVCC.   DVCC is a variable interest entity of Soluna due to DVCC being structured with non-substantive voting rights. This is due to the following two factors being met as outlined in ASC 810-10-15-14 that require the Variable Interest Entity model to be followed.   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; width: 100%; border-collapse: collapse"> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top"> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.5in"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 0.25in">a.</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">The voting rights of Soluna are not proportional to their obligation to absorb the expected losses of the legal entity. Soluna gave Navitas veto rights over significant decisions, which results in Soluna having fewer voting rights relative to their obligation to absorb the expected losses of the legal entity.</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top"> <td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif">b.</td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: justify">Substantially all of DVCC's activities are conducted on behalf of Soluna, which has disproportionally fewer voting rights.</td></tr> </table>   Also, Soluna is the primary beneficiary due to having the power to direct the activities of DVCC that most significantly impact the performance of DVCC due to its role as the manager handling the day-to-day activities of DVCC as well as majority ownership and the obligation to absorb losses or gains of DVCC that could be significant to Soluna.   Accordingly, the accounts of DVCC are consolidated in the accompanying financial statements.   <p id="xdx_89D_esrt--ScheduleOfCondensedBalanceSheetTableTextBlock_hdei--LegalEntityAxis__custom--DVComputeCoLLCMember_zVyi19e49Ar9" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The carrying amount of the VIE's assets and liabilities was as follows for DVCC: Schedule of Variable Interest Entities of Assets and Liabilities <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif">(Dollars in thousands)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_499_20240630__srt--ConsolidatedEntitiesAxis__us-gaap--VariableInterestEntityPrimaryBeneficiaryMember__dei--LegalEntityAxis__custom--DevcoLLCMember_zTYkRDlGq1a3" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> June 30, 2024 </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2"

id="xdx_492_20231231__srt--ConsolidatedEntitiesAxis__us-gaap--VariableInterestEntityPrimaryBeneficiaryMember__dei--LegalEntityAxis__custom--DevcoLLCMember_zvZM3BNX2UT7" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> December 31, 2023 </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr id="xdx_401_eus-gaap--AssetsCurrentAbstract_iB_z4mp4LjrlHEc" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current assets:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--CashAndCashEquivalentsAtCarryingValue_i01I_pn3n3_maACz1ZN_maACzp1P_zTK4iGb0qsvd" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; width: 60%; text-align: left">Cash and restricted cash</td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">2,018</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">2,575</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--AccountsReceivableNet_i01I_pn3n3_maACz1ZN_maACzp1P_zTkUPKat6Dyh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accounts receivable</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">98</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">217</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--PrepaidExpenseAndOtherAssetsCurrent_i01I_pn3n3_maACzp1P_ziIjiiLoRufh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Prepaids and other current assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">29</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">743</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">476</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--AssetsCurrent_i01TI_pn3n3_mtACzp1P_maAz422_zXOiZtkBVA68" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total current assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,888</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">3,268</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_402_ecustom--OtherAssetsLongTermRelatedParty_iI_pn3n3_maAz422_zkE6E3yenP7k" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other assets- long term, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,192</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,172</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_maAz422_zqVmazRo5B6g" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease right-of-use assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">87</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">90</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--PropertyPlantAndEquipmentNet_iI_pn3n3_maAz422_z8QtT30Kxil1" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Property, plant, and equipment, net</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">19,786</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">22,188</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--Assets_iTI_pn3n3_mtAz422_zICsbqD6u3Kf" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-

family: Times New Roman, Times, Serif; font-size: 10pt">Total assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">24,953</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">27,718</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_407_eus-gaap--LiabilitiesCurrentAbstract_iB_z8mKxb7M6qE1" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current liabilities:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_40D_eus-gaap--AccountsPayableCurrent_i01I_pn3n3_hus-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_maLCzSDl_msACzXlX_maLCzbjo_zUBj9sZv79k2" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accounts payable, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,493</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,259</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_40E_eus-gaap--AccruedLiabilitiesCurrent_i01I_pn3n3_maLCzSDl_msACzXlX_maLCzbjo_zt3lCrLOOcgc" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accrued expense</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,271</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,213</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_405_eus-gaap--OperatingLeaseLiabilityCurrent_i01I_pn3n3_msACzXlX_maLCzbjo_z1UB87ae8gai" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease liability</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">7</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">7</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_408_eus-gaap--LongTermDebtCurrent_i01I_pn3n3_maLCzSDl_maLCzbjo_z4ivYDMnT6se" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current portion of debt</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">460</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">1,682</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_405_eus-gaap--LiabilitiesCurrent_i01I_pn3n3_mtLCzbjo_maLzXEy_zFmkHf6UJPr1" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total current liabilities</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">3,231</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">5,161</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_408_eus-gaap--OperatingLeaseLiabilityNoncurrent_i01I_pn3n3_maLCzSDl_maLzXEy_zA4JjfWMsdZc" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease liability</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">80</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">83</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_401_eus-gaap--Liabilities_iTI_pn3n3_mtLzoCf_mtLzXEy_zULT75D4FKI" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total liabilities</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">3,311</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">5,244</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr></table>   35000000Pursuant to the Dorothy Contribution Agreement, the Company committed to a capital contribution of up to approximately $26.3 million to DVSL (the "Company Commitment"), and on August 5, 2022, the Company was deemed to have contributed approximately $8.1 million, through payment of capital expenditures and development costs made on behalf of DVSL by the Company prior to August 5, 2022. Further under the Agreement, Spring Lane committed to a capital contribution of up to $12.5 million to DVSL (the "Spring Lane Dorothy Commitment"), and as of December 31, 2022, Spring Lane had actually contributed approximately $4.8

million.26300000048000000.6780.32217500000067905370.146397919880.8545770065750000000.1460.678After Spring Lane Capital realizes an 16% Internal Rate of Return hurdle on its investments, the Company retains the right to 50% of the profits on Soluna DVSL ComputeCo. In connection with the Spring Lane transactions and agreements, Soluna DV Services, LLC, will be providing the operations and maintenance services to Soluna DVSL ComputeCo, LLC. Soluna DV Services, LLC expects to receive a margin of 20% for services rendered.<p id="xdx_892_esrt--ScheduleOfCondensedBalanceSheetTableTextBlock_hdei--LegalEntityAxis__custom--DVSLComputeCoLLCMember_z5B4WQi5ReOg" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The carrying amount of the VIE's assets and liabilities was as follows: Schedule of Variable Interest Entities of Assets and Liabilities <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif">(Dollars in thousands)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_490_20240630__srt--ConsolidatedEntitiesAxis__us-gaap--VariableInterestEntityPrimaryBeneficiaryMember__dei--LegalEntityAxis__custom--DVSLComputeCoLLCMember_zCsVLDrAOyz6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> June 30, 2024 </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_49A_20231231__srt--ConsolidatedEntitiesAxis__us-gaap--VariableInterestEntityPrimaryBeneficiaryMember__dei--LegalEntityAxis__custom--DVSLComputeCoLLCMember_zV5vo5ldXZqg" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> December 31, 2023 </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr id="xdx_401_eus-gaap--AssetsCurrentAbstract_iB_zfENQ75O1sY3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current assets:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--CashAndCashEquivalentsAtCarryingValue_i01I_pn3n3_maACz1ZN_maACzp1P_zmo0nFAX0Qcf" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; width: 60%; text-align: left">Cash and restricted cash</td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">3,090</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">2,275</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--AccountsReceivableNet_i01I_pn3n3_maACz1ZN_maACzp1P_zxeSvzyDxpk1" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accounts receivable</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,105</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,201</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--OtherReceivables_i01I_pn3n3_hus-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_maACzp1P_zukzudyJcVEj" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other receivable, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">283</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">185</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--PrepaidExpenseAndOtherAssetsCurrent_i01I_pn3n3_maACzp1P_zjBZlAPAeVg3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Prepaids and other current assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">29</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--AssetsCurrent_i01TI_pn3n3_mtACzp1P_maAz422_zUiFkrJsrIFh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total current assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">4,507</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">3,661</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,192</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,172</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_maAz422_zoxMdcZTlgP6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease right-of-use assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size:

10pt"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">87</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">90</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--PropertyPlantAndEquipmentNet_if_pn3n3_maAz422_zMwAAzGE0UFd" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Property, plant, and equipment</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">13,195</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">13,712</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--Assets_iTI_pn3n3_mtAz422_zWKZomJnprDj" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">19,981</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">19,635</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--LiabilitiesCurrentAbstract_iB_zMxwCGWl1QM7" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current liabilities:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--AccountsPayableCurrent_i01I_pn3n3_hus-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_maLCzSDl_msACzXlX_maLCz3he_maLCzKkL_zUpSnppa0cJk" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accounts payable, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">95</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--AccruedLiabilitiesCurrent_i01I_pn3n3_maLCzSDl_msACzXlX_maLCz3he_maLCzKkL_z50HxU4FMXk6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accrued expense</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,011</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">677</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--ContractWithCustomerLiabilityCurrent_i01I_pn3n3_msACzXlX_maLCz3he_maLCzKkL_zNpJfjuSWLw9" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Customer deposits-current</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,300</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--OperatingLeaseLiabilityCurrent_i01I_pn3n3_msACzXlX_maLCz3he_maLCzKkL_z9kQDpAKdWrg" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease liability</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">7</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">7</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--LongTermDebtCurrent_i01I_pn3n3_maLCzSDl_maLCzbjo_zrjch4erlrWk" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current portion of debt</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right"></td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right"></td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--LiabilitiesCurrent_i01TI_pn3n3_mtLCz3he_mtLCzKkL_z71gnLSUdmd2" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total current liabilities</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,413</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">684</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--OperatingLeaseLiabilityNoncurrent_i01I_pn3n3_maLzXXZ_maLzook_zymaJhAljvci" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease liability</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">80</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size:

10pt"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">83</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40E_ecustom--CustomerDepositsLongTerm_iI_pn3n3_maLzXXZ_maLzook_zzwHpWCRcSK3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Customer deposits- long term</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,190</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OtherLiabilities_iI_pn3n3_hus-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_maLzXXZ_maLzook_zhTbHYwmgZH4" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other liabilities, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">224</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">224</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--Liabilities_iTI_mtLzXXZ_mtLzook_zJ3ZOn5h5Rv3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total liabilities</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">2,717</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">2,181</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> </table>
3090000227500011050001201000283000185000290004507000366100021920002172000870009000013195000137120001998100019635000950001011000677000130000070(
Company had contributed capital expenditures for the data center. Soluna and Navitas amended and restated the Initial LLCA (the "Existing LLCA") to reflect Navitas' contribution of $4,500,000 and its receipt of 4,500 Membership Interests, constituting 26.5% of the outstanding Membership Interests of the Company. On June 2, 2023, Soluna and Navitas amended and restated the Existing LLCA to (a) reflect (i) Navitas's additional capital contribution of $7,596,970 and receipt of an additional 7,597 Membership Interests, for a total of 12,097 Membership Interests and 49% ownership of DVCC, and (ii) Soluna's additional capital contribution of $1,340,000 and receipt of an additional 1,340 Membership Interests, for a total of 12,590 Membership Interests and 51% ownership of DVCC, and (b) describe the respective rights and obligations of the Members and the management of DVCC. As of June 30, 2024, Navitas owns 45% and Soluna owns 55% of DVCC.<p id="xdx_89D_esrt--ScheduleOfCondensedBalanceSheetTableTextBlock_hdei--LegalEntityAxis__custom--DVComputeCoLLCMember_zVyi19e49Ar9" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The carrying amount of the VIE's assets and liabilities was as follows for DVCC:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Schedule of Variable Interest Entities of Assets and Liabilities</p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif">(Dollars in thousands)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_499_20240630__srt--ConsolidatedEntitiesAxis__us-gaap--VariableInterestEntityPrimaryBeneficiaryMember__dei--LegalEntityAxis__custom--DevcoLLCMember_zTYkRDlGq1a3" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: center">June 30, </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: center">2024</p></td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_492_20231231__srt--ConsolidatedEntitiesAxis__us-gaap--VariableInterestEntityPrimaryBeneficiaryMember__dei--LegalEntityAxis__custom--DevcoLLCMember_zvZM3BNX2UT7" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: center">December 31,</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: center">2023</p></td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr id="xdx_401_eus-gaap--AssetsCurrentAbstract_iB_z4mp4LjrlHEc" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current assets:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--CashAndCashEquivalentsAtCarryingValue_i01I_pn3n3_maACz1ZN_maACzp1P_zTK4iGb0qsvd" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; width: 60%; text-align: left">Cash and restricted cash</td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">2,018</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 16%; text-align: right">2,575</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td></tr> <tr id="xdx_402_eus-gaap--AccountsReceivableNet_i01I_pn3n3_maACz1ZN_maACzp1P_zTkUPKat6Dyh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accounts receivable</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">98</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">217</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_403_eus-gaap--PrepaidExpenseAndOtherAssetsCurrent_i01I_pn3n3_maACzp1P_ziIjiiLoRufh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Prepaids and other current assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">29</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-

size: 10pt"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"></td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--OtherReceivables_i01I_pn3n3_hus-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_maACzp1P_zMTMWfyNTe5f" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other receivable, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">743</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">476</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--AssetsCurrent_i01TI_pn3n3_mtACzp1P_maAz422_zXOiZtkBVA68" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total current assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,888</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">3,268</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_402_ecustom--OtherAssetsLongTermRelatedParty_iI_pn3n3_maAz422_zkE6E3yenP7k" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other assets- long term, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,192</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,172</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_maAz422_zqVmazRo5B6g" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease right-of-use assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">87</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">90</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--PropertyPlantAndEquipmentNet_iI_pn3n3_maAz422_z8QtT30Kxil1" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Property, plant, and equipment, net</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">19,786</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">22,188</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--Assets_iTI_pn3n3_mtAz422_zICsbqD6u3KF" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">24,953</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">27,718</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_407_eus-gaap--LiabilitiesCurrentAbstract_iB_z8mKxb7M6qE1" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current liabilities:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--AccountsPayableCurrent_i01I_pn3n3_hus-gaap--RelatedPartyTransactionsByRelatedPartyAxis__us-gaap--RelatedPartyMember_maLCzSDl_msACzXlX_maLCzbjo_zUBj9sZv79k2" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accounts payable, related party</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,493</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,259</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td></tr> <tr id="xdx_40E_eus-gaap--AccruedLiabilitiesCurrent_i01I_pn3n3_maLCzSDl_msACzXlX_maLCzbjo_zt3lCrLOOcgc" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Accrued expense</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,271</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,213</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--

OperatingLeaseLiabilityCurrent_i01I_pn3n3_msACzXlX_maLCzbjo_z1UB87ae8gai" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease liability</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">7</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">7</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--LongTermDebtCurrent_i01I_pn3n3_maLCzSDl_maLCzbjo_z4ivYDMnT6se" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Current portion of debt</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">460</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">1,682</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--LiabilitiesCurrent_i01TI_pn3n3_mtLCzbjo_maLzXEy_zFmkHf6UJPr1" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total current liabilities</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">3,231</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">5,161</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--OperatingLeaseLiabilityNoncurrent_i01I_pn3n3_maLCzSDl_maLzXEy_zA4JjfWMsdZe" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Operating lease liability</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">80</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">83</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--Liabilities_iTI_pn3n3_mtLzoCf_mtLzXEy_zULT75D4FKI" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total liabilities</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">3,311</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">5,244</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> </table> 20180002575000980002170002900743000476000288800032680002192000217200087000900001978600022188000249530002771800014930001259000127100022130007000 id="xdx_801_eus-gaap--SegmentReportingDisclosureTextBlock_zDy01HnfQzQ8" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt"> 16. Segment Information   The Company applies ASC 280, Segment Reporting, in determining its reportable segments. The Company has two reportable segments: Cryptocurrency Mining and Data Center Hosting. The guidance requires that segment disclosures present the measure(s) used by the Chief Operating Decision Maker ("CODM") to decide how to allocate resources and for purposes of assessing such segments' performance. The Company's CODM is comprised of several members of its executive management team who use revenue and cost of revenues of both reporting segments to assess the performance of the business of our reportable operating segments.   No operating segments have been aggregated to form the reportable segments. The Company does not allocate all assets to the reporting segments as these are managed on an entity-wide basis. Therefore, the Company does not separately disclose the total assets of its reportable operating segments.   The Cryptocurrency Mining segment generates revenue from the cryptocurrency the Company earns through its mining activities, which is currently generated from Project Dorothy, and previously from Project Sophie and Marie. The Data Center Hosting segment generated revenue from contracts for the provision/consumption of electricity and operation of the data center from the Company's high performance computing facilities previously at Project Marie and currently from Project Sophie and Project Dorothy.   For the three months ended June 30, 2024 and 2023, approximately <span id="xdx_908_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240401__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectDorothy1BMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zgUnxEn9pUH7" title="Concentration risk, percentage">100% and <span id="xdx_903_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230401__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectDorothy1BMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zCRQj8Ei2Mdg" title="Concentration risk, percentage">0% of the Company's cryptocurrency mining revenue was generated from Project Dorothy 1B (data center located in Silverton, Texas), <span id="xdx_904_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240401__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectMarieMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zkXjoron6Kfg" title="Concentration risk, percentage">0% and <span id="xdx_90D_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230401__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectMarieMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zclh3Jf7chod" title="Concentration risk, percentage">100% from Project Sophie (data center located in Murray, Kentucky), respectively. For the six months ended June 30, 2024 and 2023, approximately <span id="xdx_905_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240101__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectDorothy1BMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zU56kvQur8G4" title="Concentration risk, percentage">100% and <span id="xdx_907_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230101__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectDorothy1BMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zCldGBP8ZXSc" title="Concentration risk, percentage">0% of the Company's cryptocurrency mining revenue was generated from Project Dorothy 1B, <span id="xdx_90D_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240101__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectSophieMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zRC1oxWyrqH7" title="Concentration risk, percentage">0% and <span id="xdx_900_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230101__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectSophieMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zg0POm8xvP0e" title="Concentration risk, percentage">79% from Project Sophie, and <span id="xdx_908_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240101__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectMarieMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zg0POm8xvP0e" title="Concentration risk, percentage">0% and <span id="xdx_907_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230101__20230630__us-gaap--

ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectMarieMember__srt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zq4RNSjy3okd" title="Concentration risk, percentage">21% from Project Marie, respectively.   For three months ended June 30, 2024 and 2023, approximately <span id="xdx_904_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240401__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectDorothy1AMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zWsOhtJmyF3b" title="Concentration risk, percentage">73% and <span id="xdx_908_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230401__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectDorothy1AMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zeIe3eTtmyi3" title="Concentration risk, percentage">40% of the Company's data center hosting revenue was generated from Project Dorothy 1A and <span id="xdx_901_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240401__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectSophieMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zhgLV8tiwSn1" title="Concentration risk, percentage">27% and <span id="xdx_90A_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230401__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectSophieMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_z632xGj8mjf3" title="Concentration risk, percentage">60% from Project Sophie. For six months ended June 30, 2024 and 2023, approximately <span id="xdx_905_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240101__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectDorothy1AMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zkYCW2gx72r3" title="Concentration risk, percentage">70% and <span id="xdx_90C_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230101__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectDorothy1AMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zzd8vJeWV02d" title="Concentration risk, percentage">32% of the Company's data center hosting revenue was generated from Project Dorothy 1A, <span id="xdx_907_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240101__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectSophieMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zLcEsv7Eulvl" title="Concentration risk, percentage">30% and <span id="xdx_908_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230101__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectSophieMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zUUec3mYA8e5" title="Concentration risk, percentage">48% from Project Sophie, <span id="xdx_907_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240101__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectMarieMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zRzuA7ZDcPE5" title="Concentration risk, percentage">0% and <span id="xdx_90B_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230101__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectMarieMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zB4r35QKSUka" title="Concentration risk, percentage">19% from Project Marie, and <span id="xdx_905_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20240101__20240630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectEdithMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zy3IWuaDkj67" title="Concentration risk, percentage">0% and <span id="xdx_909_eus-gaap--ConcentrationRiskPercentage1_pid_dp_uPure_c20230101__20230630__us-gaap--ConcentrationRiskByBenchmarkAxis__us-gaap--SalesRevenueNetMember__us-gaap--ConcentrationRiskByTypeAxis__us-gaap--CustomerConcentrationRiskMember__srt--MajorCustomersAxis__custom--ProjectEdithMember__srt--ProductOrServiceAxis__custom--HostingRevenueMember_zf76x4fTzpPh" title="Concentration risk, percentage">1% from Project Edith.   The Company evaluates performance based on profit or loss from operations before income taxes, accounting changes, items management does not deem relevant to segment performance, and interest income and expense. Inter-segment sales and expenses are not significant. Non-cash items of depreciation and amortization are included within both costs of sales and selling, general and administrative expenses.   The following table details revenue and cost of revenues for the Company's reportable segments for three and six months ended June 30, 2024 and 2023, and reconciles to net income (loss) on the consolidated statements of operations: Schedule of Segment Reporting Information <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_49F_20240401__20240630_zzNXUh15ellk" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td colspan="2" id="xdx_497_20230401__20230630_zqHLSuUk461g" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td colspan="2" id="xdx_493_20240101__20240630_z558gEFZtRO5" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td colspan="2" id="xdx_49E_20230101__20230630_z1r7YKJXPaR5" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif">(Dollars in thousands)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> Three Months Ended June 30, </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> Six Months Ended June 30, </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: bold 10pt Times New Roman, Times, Serif; text-align: left">Reportable segment revenue:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zzQyeD1aUZC5" style="font: 10pt Times New Roman,

*Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; width: 40%; text-align: left">Cryptocurrency mining revenue</td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">4,484</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">915</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">10,880</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">3,711</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--DataHostingRevenueMember_zD1LhV1xrawk" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Data hosting revenue</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">4,898</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,153</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">10,176</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,439</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--DemandResponseServiceRevenueMember_zlknkw2RwBZ4" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Demand response service revenue</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">293</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right"></td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right"></td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--Revenues_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zo5XmzEzwIc5" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total segment and consolidated revenue</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">9,675</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">2,068</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">22,224</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">5,150</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: bold 10pt Times New Roman, Times, Serif; text-align: left">Reportable segment cost of revenue:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">

10pt">2,176</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">759</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">4,427</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,031</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--CostOfRevenue_pn3n3_hsrt--ProductOrServiceAxis__custom--CostOfRevenueDepreciationMember_zdwGj6sIpmM7" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif">Cost of revenue-depreciation</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">1,506</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">539</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">3,029</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">1,164</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_409_eus-gaap--CostOfRevenue_pn3n3_hsrt--ProductOrServiceAxis__custom--CostOfRevenueDepreciationMember_zlzkGjBRnsQ5" style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif">Total cost of revenues</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">1,506</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">539</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">3,029</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">1,164</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--CostOfRevenue_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zPSvZZwCVzQ6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: bold 10pt Times New Roman, Times, Serif; text-align: left">Total segment and consolidated cost of revenues</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">5,565</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">2,458</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">11,180</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">5,605</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: bold 10pt Times New Roman, Times, Serif; text-align: left">Reconciling items:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_408_eus-gaap--GeneralAndAdministrativeExpense_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_ztH6Opy0KT27" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">General and administrative expenses</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">7,785</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">6,515</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">14,183</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">13,252</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--GainLossOnSalesOfAssetsAndAssetImpairmentCharges_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zERvkY9A1Vrj" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Impairment on fixed assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"></td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">

169</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">130</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">379</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_401_eus-gaap--InterestExpense_iN_pn3n3_di_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_z0hIs1iBkfPc" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Interest expense</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">449</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">486</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">873</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,861</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_40B_eus-gaap--GainsLossesOnExtinguishmentOfDebt_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zC6jnEj1hb58" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Loss on debt extinguishment and revaluation</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">5,600</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,054</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">8,698</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,581</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_404_eus-gaap--GainLossOnSaleOfPropertyPlantEquipment_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zZKQX3m6rvn6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Loss (gain) on sale of fixed assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">21</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(48</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">21</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">30</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_405_eus-gaap--OperatingExpenses_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_z8rVDTPEABoe" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other expense, net</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">49</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">238</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">25</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">224</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr><tr id="xdx_40E_eus-gaap--IncomeTaxExpenseBenefit_iN_pn3n3_di_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_z88AwAQ7yQcl" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Income tax (benefit) from continuing operations</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(649</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(547</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(1,197</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(1,093</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td></tr><tr id="xdx_407_eus-gaap--ProfitLoss_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zuVgTBjDaoqh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Net loss</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(9,145</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(9,257</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(11,689</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif">

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text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">482</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(4,438</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">852</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--NetIncomeLoss_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zFBk68dJHcf3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Net loss attributable to Soluna Holdings, Inc.</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(10,873</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(8,775</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(16,127</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(15,837</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--PaymentsToAcquireProductiveAssets_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zzaxekHKgdx6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Capital expenditures</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">44</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,035</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">278</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,895</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--DepreciationAndAmortization_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zyPoEKK1XOL4" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Depreciation and amortization</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">3,909</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,918</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">7,834</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">5,920</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> </table>   2010011000.7900.210.730.400.270.600.700.320.300.4800.1900.01 The following table details revenue and cost of revenues for the Company's reportable segments for three and six months ended June 30, 2024 and 2023, and reconciles to net income (loss) on the consolidated statements of operations: Schedule of Segment Reporting Information <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="font: 10pt Times New Roman, Times, Serif; display: none; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_49F_20240401__20240630_zzNXUh15ellk" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_497_20230401__20230630_zqHLSuUk461g" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_493_20240101__20240630_z558gEFZtRO5" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"><span style="font-family: Times New Roman, Times, Serif; font-size:

10pt"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" id="xdx_49E_20230101__20230630_z1r7YKJXPaR5" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif">(Dollars in thousands)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> Three Months Ended June 30, </td><td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: center"> Six Months Ended June 30, </td><td style="font: 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2024</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font: bold 10pt Times New Roman, Times, Serif; text-align: center">2023</td><td style="font: bold 10pt Times New Roman, Times, Serif"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: bold 10pt Times New Roman, Times, Serif; text-align: left">Reportable segment revenue:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_406_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--CryptocurrencyMiningRevenueMember_zzQyeD1aUZC5" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; width: 40%; text-align: left">Cryptocurrency mining revenue</td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">4,484</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">915</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">10,880</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; width: 2%"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="font: 10pt Times New Roman, Times, Serif; width: 11%; text-align: right">3,711</td><td style="font: 10pt Times New Roman, Times, Serif; width: 1%; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--DataHostingRevenueMember_zD1LhV1xrawk" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Data hosting revenue</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">4,898</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,153</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">10,176</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,439</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--Revenues_pn3n3_hsrt--ProductOrServiceAxis__custom--DemandResponseServiceRevenueMember_zlknkw2RwBZ4" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Demand response service revenue</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">293</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">1,168</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40A_eus-gaap--Revenues_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zo5XmzEzwlc5" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Total segment and consolidated revenue</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">9,675</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">2,068</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid;

font: 10pt Times New Roman, Times, Serif; text-align: right">22,224</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">5,150</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: bold 10pt Times New Roman, Times, Serif; text-align: left">Reportable segment cost of revenue:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">   </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">

bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">5,605</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: bold 10pt Times New Roman, Times, Serif; text-align: left">Reconciling items:</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; 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background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">General and administrative expenses</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">7,785</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">6,515</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">14,183</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">13,252</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40C_eus-gaap--GainLossOnSalesOfAssetsAndAssetImpairmentCharges_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zERvkY9A1Vrj" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Impairment on fixed assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">-</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">169</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">130</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">379</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_401_eus-gaap--InterestExpense_iN_pn3n3_di_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_z0hIs1iBkfPc" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Interest expense</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">449</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">486</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">873</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,861</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40B_eus-gaap--GainsLossesOnExtinguishmentOfDebt_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zC6jnEj1hb58" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Loss on debt extinguishment and revaluation</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">5,600</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,054</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">8,698</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">1,581</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_404_eus-gaap--GainLossOnSaleOfPropertyPlantEquipment_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zZKQX3m6rvn6" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Loss (gain) on sale of fixed assets</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">21</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(48</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">21</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">30</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_405_eus-gaap--OperatingExpenses_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_z8rVDTPEABoe" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Other expense, net</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">49</td><td style="font: 10pt Times New Roman,

Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">238</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">25</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">224</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40E_eus-gaap--IncomeTaxExpenseBenefit_iN_pn3n3_di_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_z88AwAQ7yQcl" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Income tax (benefit) from continuing operations</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(649</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(547</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(1,197</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(1,093</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td></tr> <tr id="xdx_407_eus-gaap--ProfitLoss_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zuVgTBjDaoqh" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Net loss</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(9,145</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(9,257</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(11,689</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">(16,689</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td></tr> <tr id="xdx_408_eus-gaap--NetIncomeLossAttributableToNoncontrollingInterest_iN_pn3n3_di_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zRZ4snVCfgoc" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">(Less) Net (income) loss attributable to non-controlling interest</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(1,728</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">482</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">(4,438</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; font: 10pt Times New Roman, Times, Serif; text-align: right">852</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40D_eus-gaap--NetIncomeLoss_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zFBk68djHcf3" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Net loss attributable to Soluna Holdings, Inc.</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(10,873</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(8,775</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(16,127</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: left"><span style="font-family: Times New Roman, Times, Serif; font-size: 10pt">$</td><td style="border-bottom: Black 2.5pt double; font: 10pt Times New Roman, Times, Serif; text-align: right">(15,837</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left">)</td></tr> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; 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10pt">2,035</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">278</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,895</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> <tr id="xdx_40F_eus-gaap--DepreciationAndAmortization_pn3n3_hus-gaap--SubsegmentsConsolidationItemsAxis__us-gaap--ReportableSubsegmentsMember_zyPoEKK1XOL4" style="font: 10pt Times New Roman, Times, Serif; vertical-align: bottom; background-color: White"> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left">Depreciation and amortization</td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">3,909</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">2,918</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif; text-align: right">7,834</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font: 10pt Times New Roman, Times, Serif"> </td> <td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td><td style="font, 10pt Times New Roman, Times, Serif; text-align: right">5,920</td><td style="font: 10pt Times New Roman, Times, Serif; text-align: left"> </td></tr> </table>

448400091500010880000371100048980001153000101760001439000293000116800096750002068000222240005150000188300011600003724000341000021760007590004442449000-486000-873000-18610005600000205400086980001581000210004800021000300004900023800025000224000649000547000119700010930009145000-9257000-11689000-16689000172800048200044380008520001087300087750001612700015837000440002035000278000289500039090002918000783400059200000 17. Subsequent Events   Amendment to June 2024 Secured Note Financing   On July 12, 2024, the Company, CloudCo, Soluna Cloud, and the Existing Investor entered into a First Amendment to the Note Purchase Agreement (the "June SPA Amendment"). This amendment allows CloudCo to issue additional secured promissory notes totaling $<span id="xdx_904_eus-gaap--DebtInstrumentFaceAmount_iI_c20240712__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember__us-gaap--TypeOfArrangementAxis__custom--FirstAmendmentToNotePurchaseAgreementMember_z3aQ0LBcUgb3" title="Aggregate principal amount">1,250,000 (the "Additional Notes") to new accredited investors (the "Additional Investors"). These Additional Notes are subject to the same terms and conditions as the June 2024 Secured Note financing and are supported by the Cloud Agreements and the Holdings Agreements.   To further incentivize the Additional Investors, Soluna Cloud will issue warrants (the "Cloud Additional Warrants") to each Additional Investor. These Cloud Additional Warrants are exercisable within three years from the effective date of the June SPA Amendment. <span id="xdx_902_eus-gaap--ClassOfWarrantOrRightReasonForIssuingToNonemployees_c20240722__20240722__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember__us-gaap--TypeOfArrangementAxis__custom--FirstAmendmentToNotePurchaseAgreementMember_zdjk9KeByNaf" title="Warrants outstaning term">They allow the purchase of a number of shares of Soluna Cloud common stock equal to 1.25% of Soluna Cloud's issued and outstanding common stock as of the Cloud Additional Warrant date, divided by 0.9875, plus 1.25% of each Qualified Issuance, divided by 0.9875.   A "Qualified Issuance" includes any issuance of common stock by Soluna Cloud from the day after the Cloud Additional Warrant date until the earlier of raising an additional $111.25 million or December 31, 2024, as well as shares issuable upon exercise or conversion of convertible securities issued during this period, excluding certain equity compensation plan issuances.   Dorothy 2 Project Financing   On July 22, 2024 (the "Effective Date"), Soluna Holdings, Inc. (the "Company") closed financing for the Dorothy 2 project. This project involves Soluna Digital, Inc. (the "Developer") and Soluna DVSL II ComputeCo, LLC (the "ComputeCo"), a special purpose vehicle initially owned solely by the Developer. They are collaborating on the development, design, procurement, and construction of a 48 MW modular data center (the "Project Dorothy 2") in Briscoe County, TX. This facility, located in Silverton, Texas, is owned by ComputeCo and operated by Soluna US Services, LLC, and may engage in cryptocurrency, batch processing, and other non-crypto related activities. It is adjacent to two other Soluna modular data center projects at the same site.   Project Dorothy 2 is financed by Soluna2 SLC Fund II Project Holdco LLC (the "Investor") with a capital contribution of up to $<span id="xdx_90F_eus-gaap--AdjustmentsToAdditionalPaidInCapitalMarkToMarket_pn4n6_c20240722__20240722__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember__dei--LegalEntityAxis__custom--SolunaTwoSLCFundIIProjectHoldcoLLCMember__srt--RangeAxis__srt--MaximumMember_zt5Z8D8xlxvf" title="Capital contribution">29.98 million, and the Developer, as the parent company of ComputeCo, with an initial capital contribution of up to $<span id="xdx_906_eus-gaap--AdjustmentsToAdditionalPaidInCapitalMarkToMarket_pn5n6_c20240722__20240722__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember__srt--RangeAxis__srt--MaximumMember_z8yOzdF3i0Wf" title="Capital contribution">4.6 million. As of the Effective Date, the Company and the Developer became co-owners of ComputeCo.   The Dorothy 2 project allows the Developer to invest in ComputeCo, with the total ownership of the Developer and its affiliates capped at <span id="xdx_90C_eus-gaap--MinorityInterestOwnershipPercentageByNoncontrollingOwners_iI_pid_dp_c20240722__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember__srt--OwnershipAxis__custom--ComputeCoMember_zn2fZweBRt3k" title="Ownership percentage">49% of the Class B Membership Interests. <span id="xdx_904_eus-gaap--MinorityInterestDescription_pid_dp_c20240722__20240722__us-gaap--SubsequentEventTypeAxis__us-gaap--SubsequentEventMember__srt--OwnershipAxis__custom--ComputeCoMember_z21K0Ys9Cu2a" title="Description of investment">This investment can occur within 30 days after the Effective Date (treated equally to the initial Investor), from day 31 to 180 days after the Effective Date (subject to a purchase price formula with a 20% discount rate), or after 180 days with the initial Investor's approval.   On May 16, 2024, the Company secured $<span id="xdx_90E_eus-gaap--PropertyPlantAndEquipmentAdditions_pn5n6_c20240516__20240516__us-gaap--TypeOfArrangementAxis__custom--EquipmentLoanAgreementMember_zzsKsNT3Taj3" title="Equipment and machinery to be purchased">1.0 million in financing from the Investor for equipment and machinery for Project Dorothy 2 through an Equipment Loan Agreement (the "ELA") between SDI SL Borrowing - 1, LLC (the "Borrower") and the Investor. On that date, the Investor lent the Borrower $720,000 to purchase medium voltage cables and low voltage switchboards. This debt was later assigned to ComputeCo on the Effective Date. Subsequently, the Borrower repaid the $720,000 borrowing amount in full by issuing the Investor Class B Membership Interests in the Dorothy 2 project valued at three times the borrowing amount (i.e., $<span id="xdx_90D_eus-gaap--DebtInstrumentConvertibleBeneficialConversionFeature_pn4n6_c20240516__20240516__us-gaap--TypeOfArrangementAxis__custom--EquipmentLoanAgreementMember_zQVsQAnA4h22" title="Borrowing amount conversion feature">2.16 million). 1250000They allow the purchase of a number of shares of Soluna Cloud common stock equal to 1.25% of Soluna Cloud's issued and outstanding common stock as of the Cloud Additional Warrant date, divided by 0.9875, plus 1.25% of each Qualified Issuance, divided by 0.98751111250000299800004600000.49This investment can occur within 30 days after the Effective Date (treated equally to the initial Investor), from day 31 to 180 days after the Effective Date (subject to a purchase price formula with a 20% discount rate), or after 180 days with the initial Investor's approval1000000.0720000720002160000 Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of that became effective October 13, 2023. See Note 2, "Basis of Presentation," for details.1-for-25 Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of that became effective October 13, 2023. See Note 2, "Basis of Presentation," for details.1-for-25 Prior period results have been adjusted to reflect the Reverse Stock Split of the Common Stock at a ratio of 1-for- 25 that became effective October 13, 2023. See Note 2, "Basis of Presentation," for details. Default interest was waived on March 10, 2023, and no further default interest applied on the Convertible Note for the remainder of the year. Due to event of default- the entire NYDIG Financing became current, see note below.

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