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EmployerIdentification No.)161 Oyster Point Blvd.South San Francisco, CA, 94080(Address of principal executive offices and zip code)(650) 866-8548(Registrantâ€™s telephone number, including area code)____Securities registered pursuant to Section 12(b) of the Act:Title of each classTrading SymbolName of each exchange on which registeredCommon Stock, par value $0.01 per shareDNLINasdaq Global Select MarketIndicate by check mark whether the registrant (1)Â has filed all reports required to be filed by SectionÂ 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)Â has been subject to such filing requirements for the past 90 days.Â Â Â Â YesÂ Â â˜’Â Â Â Â NoÂ 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).Â Â Â Â YesÂ Â â˜’Â Â Â Â NoÂ 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 companyâ€ and "emerging growth company" in Rule 12b-2 of the Exchange Act.Large accelerated filerâ˜’Accelerated filerâ˜Non-accelerated filerâ˜SmallerÂ reportingÂ companyâ˜Emerging growth companyâ˜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˜Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act).Â Â Â Â YesÂ Â â˜Â Â Â Â NoÂ Â â˜’The number of outstanding shares of the registrantâ€™s common stock as of OctoberÂ 30, 2024 was 143,921,624. This number does not include 26,046,065 shares of common stock issuable upon the exercise of pre-funded warrants outstanding as of OctoberÂ 30, 2024 (which are immediately exercisable at an exercise price of $0.01 per share of common stock, subject to beneficial ownership limitations) sold in the registrantâ€™s private placement in February 2024. See Note 7 â€” Common Stock to the registrantâ€™s condensed consolidated financial statements.TABLE OF CONTENTSPART I. FINANCIAL INFORMATIONPageItemÂ 1.Financial Statements (Unaudited)3Condensed Consolidated Balance Sheets3Condensed Consolidated Statements of Operations and Comprehensive Loss4Condensed Consolidated Statements of Stockholdersâ€™ Equity5Condensed Consolidated Statements of Cash Flows6Notes to Condensed Consolidated Financial Statements7ItemÂ 2.Management's Discussion and Analysis of Financial Condition and Results of Operations25ItemÂ 3.Quantitative and Qualitative Disclosures About Market Risk40ItemÂ 4.Controls and Procedures41PART II. OTHER INFORMATIONItemÂ 1.Legal Proceedings42ItemÂ 1A.Risk Factors42ItemÂ 2.Unregistered Sales of Equity Securities and Use of Proceeds105ItemÂ 3.Defaults Upon Senior Securities106ItemÂ 4.Mine Safety Disclosures106ItemÂ 5.Other Information106ItemÂ 6.Exhibits107Signatures1082Table of ContentsPART I. FINANCIAL INFORMATIONITEM 1.Â Â Â Â FINANCIAL STATEMENTSDenali Therapeutics Inc.Condensed Consolidated Balance Sheets(Unaudited)(In thousands, except share amounts)September 30, 2024December 31, 2023AssetsCurrent assets:Cash and cash equivalents$90,636Â $127,106Â Short-term marketable securities745,923Â 907,405Â Prepaid expenses and other current assets32,280Â 29,626Â Total current assets868,839Â 1,064,137Â Long-term marketable securities445,463Â â€”Â Property and equipment, net50,822Â 45,589Â Operating lease right-of-use asset23,717Â 26,048Â Finance lease right-of-use asset38,685Â â€”Â Other non-current assets26,487Â 18,143Â Total assets$1,454,013Â $1,153,917Â Liabilities and stockholders' equity Current liabilities:Accounts payable$9,594Â $9,483Â Accrued clinical and other research and development costs23,923Â 19,035Â Accrued manufacturing costs9,568Â 15,462Â Accrued compensation14,874Â 21,590Â Operating lease liability, current8,036Â 7,260Â Deferred research and development funding liability, current16,269Â â€”Â Other accrued costs and current liabilities4,829Â 5,152Â Total current liabilities87,093Â 77,982Â Operating lease liability, less current portion38,850Â 44,981Â Finance lease liability, less current portion5,631Â â€”Â Deferred research funding and development liability, less current portion3,944Â â€”Â Total liabilities135,518Â 122,963Â Commitments and contingencies (Note 6)Stockholders' equity:Convertible preferred stock, $0.01 par value; 40,000,000 shares authorized as of September 30, 2024 and December 31, 2023; 0 shares issued and outstanding as of September 30, 2024 and December 31, 2023â€”Â â€”Â Common stock, $0.01 par value; 400,000,000 shares authorized as of September 30, 2024 and December 31, 2023; 143,840,029 shares and 138,385,498 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively1,764Â 1,711Â Additional paid-in capital2,735,433Â 2,144,811Â Accumulated other comprehensive income5,529Â 643Â Accumulated deficit(1,424,231)(1,116,211)Total stockholders' equity1,318,495Â 1,030,954Â Total liabilities and stockholdersâ€™ equity$1,454,013Â $1,153,917Â See accompanying notes to unaudited condensed consolidated financial statements.3Table of ContentsDenali Therapeutics Inc.Condensed Consolidated Statements of Operations and Comprehensive Loss(Unaudited)(In thousands, except share and per share amounts)Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Collaboration revenue:Collaboration revenue from customers(1)$â€”Â $1,267Â $â€”Â $330,531Â Total collaboration revenueâ€”Â 1,267Â â€”Â 330,531Â Operating expenses:Research and development(2)98,238Â 89,737Â 296,653Â 316,073Â General and administrative24,949Â 25,325Â 75,379Â 78,585Â Total operating expenses123,187Â 115,062Â 372,032Â 394,658Â Gain from divestiture of small molecule programsâ€”Â â€”Â 14,537Â â€”Â Loss from operations(123,187)(113,795)(357,495)(64,127)Interest and other income, net15,995Â 14,442Â 49,475Â 38,376Â Net loss(107,192)(99,353)(308,020)(25,751)Other comprehensive income (loss):Net unrealized gain on marketable securities, net of tax8,188Â 790Â 4,886Â 6,235Â Comprehensive loss$(99,004)$(98,563)$(303,134)$(19,516)Net loss per share, basic and diluted(0.63)(0.72)(1.89)(0.19)Weighted average number of shares outstanding, basic and diluted169,456,988137,644,534162,589,325137,076,199____(1)Includes related-party collaboration revenue from customers of $1.3Â million and $295.5Â million for the three and nine months ended September 30, 2023, respectively.(2)Includes expenses for cost sharing payments due to a related party of $3.4Â million and $14.5Â million for the three and nine months ended September 30, 2023, respectively.See accompanying notes to unaudited condensed consolidated financial statements.Â 4Table of ContentsDenali Therapeutics Inc.Condensed Consolidated Statements of Stockholdersâ€™ Equity(Unaudited)(In thousands, except share amounts)Â Â Â Â Common StockAdditional Paid-in CapitalAccumulated Other Comprehensive Income (Loss)Accumulated DeficitTotal Stockholders' EquitySharesAmountBalance at December 31, 2023138,385,498Â $1,711Â $2,144,811Â $643Â $(1,116,211)$1,030,954Â Issuance of common stock and pre-funded warrants, net of issuance costs of $480K3,244,689Â 32Â 499,221Â â€”Â â€”Â 499,253Â Issuances under equity incentive plans948,705Â 10Â 13,224Â â€”Â â€”Â 13,234Â Vesting of restricted stock units1,261,137Â 11Â (11)â€”Â â€”Â â€”Â Stock-based compensationâ€”Â â€”Â 78,188Â â€”Â â€”Â 78,188Â Net lossâ€”Â â€”Â â€”Â â€”Â (308,020)(308,020)Other comprehensive incomeâ€”Â â€”Â â€”Â 4,886Â â€”Â 4,886Â Balance at September 30, 2024143,840,029Â $1,764Â $2,735,433Â $5,529Â $(1,424,231)$1,318,495Â Balance at June 30, 2024143,123,582Â $1,757Â $2,704,992Â $(2,659)$(1,317,039)$1,387,051Â Issuances under equity incentive plans291,183Â 3Â 5,453Â â€”Â â€”Â 5,456Â Vesting of restricted stock units425,264Â 4Â (4)â€”Â â€”Â â€”Â Stock-based compensationâ€”Â â€”Â 24,992Â â€”Â â€”Â 24,992Â Net lossâ€”Â â€”Â â€”Â â€”Â (107,192)(107,192)Other comprehensive incomeâ€”Â â€”Â â€”Â 8,188Â â€”Â 8,188Â Balance at September 30, 2024143,840,029Â $1,764Â $2,735,433Â $5,529Â $(1,424,231)$1,318,495Â Balance at December 31, 2022135,965,918Â $1,686Â $2,018,617Â $(6,886)$(970,987)$1,042,430Â Issuances under equity incentive plans953,575Â 9Â 13,106Â â€”Â â€”Â 13,115Â Vesting of restricted stock units1,132,305Â 12Â (12)â€”Â â€”Â â€”Â Stock-based compensationâ€”Â â€”Â 82,302Â â€”Â â€”Â 82,302Â Net lossâ€”Â â€”Â â€”Â â€”Â (25,751)(25,751)Other comprehensive incomeâ€”Â â€”Â â€”Â 6,235Â â€”Â 6,235Â Balance at September 30, 2023138,051,798Â $1,707Â $2,114,013Â (651)(996,738)$1,118,331Â Balance at June 30, 2023137,362,688Â $1,700Â $2,083,951Â $(1,441)$(897,385)$1,186,825Â Issuances under equity incentive plans222,688Â 2Â 2,490Â â€”Â â€”Â 2,492Â Vesting of restricted stock units466,422Â 5Â (5)â€”Â â€”Â â€”Â Stock-based compensationâ€”Â â€”Â 27,577Â â€”Â â€”Â 27,577Â Net lossâ€”Â â€”Â â€”Â â€”Â (99,353)(99,353)Other comprehensive incomeâ€”Â â€”Â â€”Â 790Â â€”Â 790Â Balance at September 30, 2023138,051,798Â $1,707Â $2,114,013Â (651)(996,738)$1,118,331Â See accompanying notes to unaudited condensed consolidated financial statements.5Table of ContentsDenali Therapeutics Inc.Condensed Consolidated Statements of Cash Flows(Unaudited)(In thousands)Nine Months EndedSeptember 30,20242023Operating activitiesNet loss$(308,020)$(25,751)Adjustments to reconcile net loss to net cash used in operating activities:Depreciation and amortization5,942Â 14,549Â Stockâ€“based compensation expense77,800Â 82,114Â Net accretion of discounts on marketable securities(28,952)(31,709)Non-cash adjustment to operating lease expense(3,025)(2,762)Right-of-use asset amortization for finance lease431Â â€”Â Non-cash gain from divestiture of small molecule programs(14,537)â€”Â Changes in operating assets and liabilities:Prepaid expenses and other current assets(2,625)1,910Â Other non-current assets(1,178)â€”Â Accounts payable151Â 4,512Â Accruals and other current liabilities6,090Â (11,665)Related-party contract liabilityâ€”Â (290,532)Deferred research and development funding liability, less current portion3,944Â â€”Â Net cash used in operating activities(263,979)(259,334)Investing activitiesPurchases of marketable securities(1,056,263)(1,399,982)Maturities and sales of marketable securities806,120Â 1,586,947Â Purchases of property and equipment(10,820)(10,704)Net cash (used in) provided by investing activities(260,963)176,261Â Financing activitiesProceeds from issuance of common stock and pre-funded warrants, net of issuance costs of $480K499,253Â â€”Â Proceeds from exercise of awards under equity incentive plans13,234Â 13,115Â Payments for finance lease right-of-use asset(24,015)â€”Â Net cash provided by financing activities488,472Â 13,115Â Net decrease in cash, cash equivalents and restricted cash(36,470)(69,958)Cash, cash equivalents and restricted cash at beginning of period128,681Â 219,544Â Cash, cash equivalents and restricted cash at end of period$92,211Â $149,586Â Supplemental disclosures of cash flow informationIncrease in right-of-use asset due to lessor assets$7,051Â $â€”Â Non-cash recognition of new finance lease$5,689Â $â€”Â Cash paid for finance lease interest$121Â $â€”Â Cash paid during the period for income taxes$â€”Â $4Â Equity consideration received in the divestiture of small molecule programs (Note 10)$15,000Â $â€”Â Property and equipment purchases accrued but not yet paid$263Â $6,230Â See accompanying notes to unaudited condensed consolidated financial statements.6Table of ContentsDenali Therapeutics Inc.Notes to Condensed Consolidated Financial Statements (Unaudited)1.Â Â Â Â Significant Accounting PoliciesOrganization and Description of BusinessDenali Therapeutics Inc. ("Denali" or the â€œCompanyâ€) is a biopharmaceutical company, incorporated in Delaware, that discovers and develops therapeutics to defeat neurodegenerative diseases and lysosomal storage diseases. The Company is headquartered in South San Francisco, California.Basis of PresentationThe accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œU.S. GAAPâ€) for interim financial information and the instructions to Form 10-Q and Article 10 of the Securities and Exchange Commission ("SEC") Regulation S-X for interim financial information. These unaudited condensed consolidated financial statements and notes should be read in conjunction with the audited consolidated financial statements and notes thereto contained in the Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on FebruaryÂ 28, 2024 (the "2023 Annual Report on Form 10-K"). The Condensed Consolidated Balance Sheet as of December 31, 2023 was derived from the audited annual consolidated financial statements as of and for the period then ended. Certain information and footnote disclosures typically included in the Company's annual consolidated financial statements have been condensed or omitted. The accompanying unaudited condensed consolidated financial statements reflect all adjustments that, in the opinion of management, are necessary for a fair statement of the results of the interim periods presented. All such adjustments are of a normal recurring nature except for the impacts of adopting new accounting standards, if any, discussed below. These interim financial results are not necessarily indicative of results expected for the full fiscal year or for any subsequent interim period.During the nine months endedÂ September 30, 2024 the only material change to the Company's significant accounting and financial reporting policies from those reflected in the 2023 Annual Report on Form 10-K was the addition of accounting policies related to the finance lease included herein. For further information with regard to the remainder of the Companyâ€™s Significant Accounting Policies, please refer to Note 1, "Significant Accounting Policies," to the Companyâ€™s Consolidated Financial Statements included in the 2023 Annual Report on Form 10-K.Principles of ConsolidationThese unaudited condensed consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. All intercompany balances and transactions have been eliminated in consolidation.Â For the Company and its subsidiaries, the functional currency has been determined to be U.S. dollars. Monetary assets and liabilities denominated in foreign currency are remeasured at period-end exchange rates, non-monetary assets and liabilities denominated in foreign currencies are remeasured at historical rates, and transactions in foreign currencies are remeasured at average exchange rates. Foreign currency gains and losses resulting from remeasurement are recognized in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss.7Table of ContentsUse of EstimatesThe preparation of financial statements in conformity with U.S. GAAP requires the Company to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, as well as the reported amounts of expenses during the reporting period. Actual results could differ from those estimates, and such differences could be material to the Condensed Consolidated Balance Sheets and Condensed Consolidated Statements of Operations and Comprehensive Loss.Concentration of Credit Risk and Other Risks and UncertaintiesFinancial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents, and marketable securities. Substantially all of the Companyâ€™s cash and cash equivalents are deposited in accounts with financial institutions that management believes are of high credit quality. Such deposits have and will continue to exceed federally insured limits. The Company maintains its cash with accredited financial institutions and accordingly, such funds are subject to minimal credit risk. The Companyâ€™s investment policy limits investments to certain types of securities issued by the U.S. government and its agencies, as well as institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and marketable securities and issuers of marketable securities to the extent recorded on the Condensed Consolidated Balance Sheets. As of September 30, 2024 and December 31, 2023, the Company had no off-balance sheet concentrations of credit risk. The Company is subject to a number of risks similar to other clinical-stage biopharmaceutical companies, including, but not limited to, the need to obtain adequate additional funding, possible failure of current or future preclinical testing or clinical trials, its reliance on third parties to conduct its clinical trials, the need to obtain regulatory and marketing approvals for its product candidates, competitors developing new technological innovations, the need to successfully commercialize and gain market acceptance of the Companyâ€™s product candidates, its right to develop and commercialize its product candidates pursuant to the terms and conditions of the licenses granted to the Company, protection of proprietary technology, the ability to make milestone, royalty or other payments due under any license or collaboration agreements, and the need to secure and maintain adequate manufacturing arrangements with third parties. If the Company does not successfully commercialize or partner any of its product candidates, it will be unable to generate product revenue or achieve profitability. Further, the company is also subject to broad market risks and uncertainties resulting from recent events, such as bank failures or instability in the financial services sector, global pandemics, war and armed conflicts, inflation, rising interest rates, and recession risks as well as supply chain and labor shortages.SegmentsThe Company has one operating segment. The Companyâ€™s chief operating decision maker, its Chief Executive Officer, manages the Companyâ€™s operations on a consolidated basis for the purposes of allocating resources.8Table of ContentsInvestmentsInvestments in equity securities may be accounted for using (i) the fair value option, if elected, (ii) fair value through earnings if fair value is readily determinable or (iii) for equity investments without readily determinable fair values, the measurement alternative to measure at cost adjusted for any impairment and observable price changes, as applicable. The election to use the measurement alternative is made for each eligible investment.Cash, Cash Equivalents and Restricted CashThe Company considers all highly liquid investments with original maturities of 90 days or less at the date of purchase to be cash and cash equivalents. Cash equivalents are reported at fair value.Cash, cash equivalents, and restricted cash reported within the Condensed Consolidated Statements of Cash Flows is composed of cash and cash equivalents reported in the Condensed Consolidated Balance Sheets and $1.6 million of restricted cash for the letter of credit for the Companyâ€™s headquarters building lease which is includedÂ within otherÂ non-currentÂ assetsÂ in the Condensed Consolidated Balance Sheets.Marketable SecuritiesThe Company generally invests its excess cash in money market funds and investment grade short to intermediate-term fixed income securities. Such investments are included in cash and cash equivalents, short-term marketable securities or long-term marketable securities on the Condensed Consolidated Balance Sheets, are considered available-for-sale, and are reported at fair value with net unrealized gains and losses included as a component of stockholdersâ€™ equity. The Company classifies investments in securities with remaining maturities of less than one year, or where its intent is to use the investments to fund current operations or to make them available for current operations, as short-term investments. The Company classifies investments in securities with remaining maturities of over one year as long-term investments, unless intended to fund current operations. The amortized cost of debt securities is adjusted for amortization of premiums and accretion of discounts to maturity, which is included in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss. Realized gains and losses and declines in value determined to be due to credit losses on marketable securities, if any, are included in interest and other income, net.The Company periodically evaluates the need for an allowance for credit losses. This evaluation includes consideration of several qualitative and quantitative factors, including whether it has plans to sell the security, whether it is more likely than not it will be required to sell any marketable securities before recovery of its amortized cost basis, and if the entity has the ability and intent to hold the security to maturity, and the portion of any unrealized loss that is the result of a credit loss. Factors considered in making these evaluations include quoted market prices, recent financial results and operating trends, implied values from any recent transactions or offers of investee securities, credit quality of debt instrument issuers, expected cash flows from securities, other publicly available information that may affect the value of the marketable security, duration and severity of the decline in value, and the Company's strategy and intentions for holding the marketable security.9Table of ContentsAccounts ReceivableAccounts receivable are included within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets. The accounts receivable balance represents amounts receivable from the Company's collaboration partners net of an allowance for credit losses, if required.LeasesThe Company leases real estate and certain equipment for use in its operations. A determination is made as to whether an arrangement is a lease at inception. The Company recognizes finance and operating lease right-of-use (ROU) assets, and finance and operating lease liabilities based on the present value of the future minimum lease payments at the commencement date. The Company adjusts ROU assets as needed for any lease incentives it receives and for assets it purchases that are regarded as landlord-owned. When determining the present value of lease payments, the Company uses its incremental borrowing rate on the date of lease commencement, or the rate implicit in the lease, if known. The Company does not assume renewals in its determination of the lease term unless the renewals are deemed by management to be reasonably certain at lease inception.The Company recognizes amortization of the ROU assets and interest on the lease liabilities for its finance lease. Finance lease ROU assets are amortized on a straight-line basis from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. Operating lease expense is recognized on a straight-line basis over the lease term.Leases with an initial term of twelve months or less are not recorded on the balance sheet, unless they include an option to purchase the underlying asset that the Company is reasonably certain to exercise. The Company recognizes lease expenses on a straight-line basis over the lease term. The Company has leases with lease and non-lease components, which the Company has elected to account for as a single lease component. Revenue Recognition License, Option and Collaboration RevenueThe Company analyzes its collaboration arrangements to assess whether they are within the scope of ASCÂ 808,Â Collaborative ArrangementsÂ (â€œASCÂ 808â€) to determine whether such arrangements involve joint operating activities performed by parties that are both active participants in the activities and exposed to significant risks and rewards dependent on the commercial success of such activities.Â This assessment is performed throughout the life of the arrangement based on changes in the responsibilities of all parties in the arrangement.Â For collaboration arrangements within the scope of ASCÂ 808Â that contain multiple elements, the Company first determines which elements of the collaboration are deemed to be within the scope of ASCÂ 808Â and those that are more reflective of a vendor-customer relationship and, therefore, within the scope of Topic 606. For elements of collaboration arrangements that are accounted for pursuant to ASCÂ 808, an appropriate recognition method is determined and applied consistently, generally by analogy to Topic 606.Â The accounting treatment pursuant to Topic 606 is outlined below. 10Table of ContentsThe terms of license, option and collaboration agreements entered into typically include payment of one or more of the following: non-refundable, up-front license fees; option exercise fees; development, regulatory and commercial milestone payments; payments for manufacturing supply and research and development services and royalties on net sales of licensed products. Each of these payments results in license, collaboration and other revenue, except for revenues from royalties on net sales of licensed products, which are classified as royalty revenue. The core principle of Topic 606 is to recognize revenue when promised goods or services are transferred to customers in an amount that reflects the consideration that is expected to be received in exchange for those goods or services. The Company may also receive reimbursement or make payments to a collaboration partner to satisfy cost sharing requirements. These payments are accounted for pursuant to ASC 808 and are recorded as an offset or increase to research and development expenses, respectively.In determining the appropriate amount of revenue to be recognized as the Company fulfills its obligations under each of its agreements, the Company performs the following steps: (i)Â identification of the promised goods or services in the contract; (ii)Â determination of whether the promised goods or services are performance obligations including whether they are distinct in the context of the contract; (iii)Â measurement of the transaction price, including the constraint on variable consideration; (iv)Â allocation of the transaction price to the performance obligations based on estimated selling prices; and (v)Â recognition of revenue when (or as) the Company satisfies each performance obligation.Amounts received prior to satisfying the revenue recognition criteria are recorded as contract liabilities in the Companyâ€™s Condensed Consolidated Balance Sheets. If the related performance obligation is expected to be satisfied within the next twelve months this will be classified in current liabilities. Amounts recognized as revenue prior to the Company having an unconditional right (other than a right that is conditioned only on the passage of time) to receipt are recorded as contract assets in the Company's Condensed Consolidated Balance Sheets. If the Company expects to have an unconditional right to receive the consideration in the next twelve months, this will be classified in current assets. A net contract asset or liability is presented for each contract with a customer.At contract inception, the Company assesses the goods or services promised in a contract with a customer and identifies those distinct goods and services that represent a performance obligation. A promised good or service may not be identified as a performance obligation if it is immaterial in the context of the contract with the customer, if it is not separately identifiable from other promises in the contract (either because it is not capable of being separated or because it is not separable in the context of the contract), or if the promised good or service does not provide the customer with a material right. The Company considers the terms of the contract to determine the transaction price. The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both. Variable consideration will only be included in the transaction price when it is not considered constrained, which is when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. If it is determined that multiple performance obligations exist, the transaction price is allocated at the inception of the agreement to all identified performance obligations based on the relative standalone selling prices ("SSP").Â The relative SSP for each deliverable is estimated using external sourced evidence if it is available. If external sourced evidence is not available, the Company uses its best estimate of the SSP for the deliverable. Revenue is recognized when, or as, the Company satisfies a performance obligation by transferring a promised good or service to a customer. An asset is transferred when, or as, the customer obtains control of that asset, which for a service is considered to be as the services are received and used. The Company recognizes revenue over time by measuring the progress toward complete satisfaction of the relevant performance obligation using an appropriate input or output method based on the nature of the service promised to the customer.11Table of ContentsAfter contract inception, the transaction price is reassessed at every period end and updated for changes such as resolution of uncertain events. Any change in the transaction price is allocated to the performance obligations on the same basis as at contract inception, or to a single performance obligation as applicable. The Company accounts for the exercise of a material right as either a contract modification or as a continuation of the existing contract, as is most appropriate based on the facts and circumstances.Management may be required to exercise considerable judgment in estimating revenue to be recognized. Judgment is required in identifying performance obligations, estimating the transaction price, estimating the SSP of identified performance obligations, which may include forecasted revenue, development timelines, reimbursement rates for personnel costs, discount rates and probabilities of technical and regulatory success, and estimating the progress towards satisfaction of performance obligations.Comprehensive LossComprehensive loss is composed of net loss and certain changes in stockholdersâ€™ equity that are excluded from net loss, primarily unrealized gains or losses on the Companyâ€™s marketable securities.Net Loss Per ShareBasic net loss per share is calculated by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is the same as basic net loss per share, since the effects of potentially dilutive securities are antidilutive given the net loss for each period presented. The weighted-average common shares outstanding as of September 30, 2024 includes pre-funded warrants to purchase shares of common stock that were issued in connection with the February 2024 private placement, as discussed further in Note 7 - "Common Stock".Recently Issued Accounting PronouncementsIn November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which is intended to improve reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments in this Update are effective for all public entities for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. The guidance is to be applied retrospectively to all prior periods presented in the financial statements. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its consolidated financial statements and related disclosures.In December 2023, the FASB issued Accounting Standards Update No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires that an entity, on an annual basis, disclose additional income tax information, primarily related to the rate reconciliation and income taxes paid. The amendments in this Update are effective to be applied prospectively for annual periods beginning after December 15, 2024, with early adoption permitted. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its income tax disclosures.In November 2024, the FASB issued Accounting Standards Update No. 2024-03, Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which is intended to improve the disclosures of expenses by providing more detailed information about the types of expenses in commonly presented expense captions. The amendments in this update are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. Early adoption is permitted. The amendments can be applied either prospectively or retrospectively. The Company has not early adopted this update, and is currently evaluating the impact of this new standard on its consolidated financial statements and related disclosures.12Table of Contents2.Â Â Â Â Fair Value MeasurementsAssets and liabilities measured at fair value at each balance sheet date are as follows (in thousands):September 30, 2024Level 1Level 2Level 3TotalAssets:Cash equivalents:Money market funds$75,600Â $â€”Â $â€”Â $75,600Â Short-term marketable securities:U.S. government treasuries703,259Â â€”Â â€”Â 703,259Â Corporate debt securitiesâ€”Â 16,386Â â€”Â 16,386Â Commercial paperâ€”Â 26,278Â â€”Â 26,278Â Long-term marketable securities:U.S. government treasuries415,891Â â€”Â â€”Â 415,891Â Corporate debt securitiesâ€”Â 29,572Â â€”Â 29,572Â Total$1,194,750Â $72,236Â $â€”Â $1,266,986Â December 31, 2023Level 1Level 2Level 3TotalAssets:Cash equivalents:Money market funds$121,034Â $â€”Â $â€”Â $121,034Â Short-term marketable securities:U.S. government treasuries869,172Â â€”Â â€”Â 869,172Â U.S. government agency securitiesâ€”Â 7,086Â â€”Â 7,086Â Commercial paperâ€”Â 31,147Â â€”Â 31,147Â Total$990,206Â $38,233Â $â€”Â $1,028,439Â The Companyâ€™s LevelÂ 2 securities are valued using third-party pricing sources. The pricing services utilize industry standard valuation models, including both income and market-based approaches, for which all significant inputs are observable, either directly or indirectly.The Company has not transferred any assets or liabilities between the fair value measurement levels for the nine months ended September 30, 2024 or for the year ended December 31, 2023.13Table of Contents3.Â Â Â Â Marketable SecuritiesAll marketable securities were consideredÂ available-for-saleÂ at September 30, 2024 and December 31, 2023. On a recurring basis, the Company records its marketable securities at fair value using Level 1 or Level 2 inputs as discussed in Note 2, "Fair Value Measurements". The amortized cost, gross unrealized holding gains or losses, and fair value of the Companyâ€™s marketable securities by major security type at each balance sheet date are summarized in the tables below (in thousands):September 30, 2024Amortized CostUnrealized Holding GainsUnrealized Holding LossesAggregate Fair ValueShort-term marketable securities:U.S. government treasuries(1)$701,700Â $1,565Â (6)703,259Â Corporate debt securities16,279Â 107Â â€”Â 16,386Â Commercial paper26,278Â â€”Â â€”Â 26,278Â Total short-term marketable securities744,257Â 1,672Â (6)745,923Â Long-term marketable securities:U.S. government treasuries(2)412,031Â 3,861Â (1)415,891Â Corporate debt securities29,217Â 355Â â€”Â 29,572Â Total long-term marketable securities441,248Â 4,216Â (1)445,463Â Total$1,185,505Â $5,888Â (7)1,191,386Â ____(1)Unrealized holding losses on 1 security with an aggregate fair value of $59.9 million.(2)Unrealized holding losses on 1 security with an aggregate fair value of $5.0 million.December 31, 2023Amortized CostUnrealized Holding GainsUnrealized Holding LossesAggregate Fair ValueShort-term marketable securities:U.S. government treasuries$868,174Â $998Â $â€”Â $869,172Â U.S. government agency securities(1)7,089Â â€”Â (3)7,086Â Commercial paper31,147Â â€”Â â€”Â 31,147Â Total$906,410Â $998Â (3)907,405Â ____(1)Unrealized holding losses on 2 securities with an aggregate fair value of $7.1 million. As of September 30, 2024 and December 31, 2023, some of the Company's marketable securities were in an unrealized loss position. The Company has not recognized an allowance for credit losses as of September 30, 2024 or December 31, 2023. The Company determined that it had the ability and intent to hold all marketable securities that have been in a continuous loss position until maturity or recovery. Further, a majority of these marketable securities are held in U.S. government securities, and the remainder were initially, and continue to be, held with investment grade, high credit quality institutions. All marketable securities with unrealized losses as of each balance sheet date have been in a loss position for less than twelve months or the loss is not material.As of September 30, 2024, all of the Companyâ€™s marketable securities have an effective maturity of less than two years.14Table of Contents4.Â Â Â Â Acquisition and Research and Development Funding Collaboration AgreementAcquisition of F-star GammaIn August 2016, the Company entered into a License and Collaboration Agreement (â€œF-star Collaboration Agreementâ€) withÂ F-starÂ Gamma Limited (â€œF-star Gammaâ€),Â F-starÂ Biotechnologische Forschungs-und Entwicklungsges M.B.H ("F-star GmbH") andÂ F-starÂ Biotechnology Limited ("F-star Ltd") (collectively,Â â€œF-starâ€) to leverageÂ F-starâ€™sÂ modular antibody technology and the Companyâ€™s expertise in the development of therapies for neurodegenerative diseases. In May 2018, the Company exercised the pre-negotiated option agreement (the "Option Agreement") under the F-star Collaboration Agreement and entered into a Share Purchase Agreement (the â€œPurchaseÂ Agreementâ€) with the shareholders ofÂ F-starÂ Gamma and Shareholder Representative Services LLC, pursuant to which the Company acquired all of the outstanding shares ofÂ F-starÂ Gamma (the â€œAcquisitionâ€). The details of the Acquisition are further described in Note 4, "Acquisition", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K.As of September 30, 2024, the Company had paid consideration of $49.8Â million in the aggregate consisting of up-front, preclinical, and clinical contingent consideration, all of which was recorded as research and development expense as incurred. This amount includes a $30.0Â million contingent consideration payment which was triggered and recorded as research and development expense in March 2023 upon the achievement of a specified clinical milestone in the ETV:IDS program. This contingent consideration payment fully satisfies the Company's clinical contingent consideration obligations under the Purchase Agreement. There was no contingent consideration expense recognized for the three and nine months ended September 30, 2024 or the three months ended September 30, 2023.Collaboration and Development Funding AgreementOn January 29, 2024, the Company entered into a Collaboration and Development Funding Agreement with an unrelated third party, pursuant to which this third party will provide up to $75.0Â million of funding and collaborate with the Company to conduct a global Phase 2a study of BIIB122/DNL151 in patients with Parkinsonâ€™s disease and confirmed pathogenic variants of LRRK2.Pursuant to this agreement, an upfront payment of $12.5Â million was received in January 2024, and a further payment of $12.5Â million was received in July 2024, with the remainder to be paid upon achievement of operational milestones in the study. After the full $75.0Â million in consideration has been paid, the third party will be eligible to receive low single-digit royalties from the Company on annual worldwide net sales of LRRK2 inhibitors for the treatment of Parkinsonâ€™s disease. The Company determined that this arrangement is an R&D funding arrangement under ASC 730. As the third party is sharing in the risk associated with research and development activities with the Company, the development funding is recognized as an obligation to perform contractual services. Accordingly, payments received will be recorded as a liability, and recognized by the Company as a reduction to research and development expenses over the estimated Phase 2a study period as the underlying research and development costs are incurred. R&D funding under this arrangement of $2.5Â million and $4.8Â million offset research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss for the three and nine months ended September 30, 2024, respectively. As of September 30, 2024, $16.3Â million and $3.9Â million of current and non-current deferred research and development funding liability were recorded on the Condensed Consolidated Balance Sheet, respectively.15Table of Contents5.Â Â Â Â Collaboration AgreementsBiogenIn October 2020, the Company entered into a Definitive Collaboration and License Agreement (â€œLRRK2 Agreementâ€), pursuant to which it granted Biogen a license to co-develop and co-commercialize its small molecule LRRK2 inhibitor program (the â€œLRRK2 Programâ€), and a Right of First Negotiation, Option and License Agreement (the â€œROFN and Option Agreementâ€), pursuant to which it granted an option and right of first negotiation to certain of the Company's programs utilizing our TV technology platform, including its amyloid beta program (collectively the "Biogen Collaboration Agreement"), with Biogen Inc.â€™s subsidiaries, Biogen MA Inc. (â€œBIMAâ€) and Biogen International GmbH (â€œBIGâ€) (BIMA and BIG, collectively, â€œBiogenâ€). The details of the Biogen Collaboration Agreement, the August 2023 amendment to the ROFN and Option Agreement, and the payments the Company has received, and is entitled to receive, are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the 2023 Annual Report on Form 10-K. In April 2023, Biogen exercised its option to license Denaliâ€™s ATV:Abeta program which was previously concluded to be a material right, triggering payment of a $5.0Â million option fee which was received in May 2023 and allocated to the material right in its entirety. On July 26, 2024, Denali and Biogen executed a Side Letter to the ROFN and Option Agreement, pursuant to which, effective as of the date of the Side Letter, Biogen terminated its license to the ATV:Abeta program enabled by Denaliâ€™s TfR-targeting technology against amyloid beta for the potential treatment of Alzheimer's disease, and granted Denali rights to data generated during the collaboration. The side letter also effected the immediate termination of the ROFN and Option Agreement; as such, the Company expects to receive no future milestone or royalty payments from Biogen related to the ATV:Abeta program. There were no changes to the terms of the LRRK2 Agreement during the three and nine months ended September 30, 2024 or 2023. The Company has no remaining performance obligations under the Biogen Collaboration Agreement, and therefore no contract liability remained on the Condensed Consolidated Balance Sheets as of September 30, 2024 or December 31, 2023. As of December 31, 2023, Biogen was no longer considered a related party as defined in ASC 850.As of September 30, 2024, the Company has not recorded milestone revenue or product sales under the Biogen Collaboration Agreement.SanofiIn October 2018, the Company entered into a Collaboration and License Agreement ("Sanofi Collaboration Agreement") with Genzyme Corporation, a wholly owned subsidiary of Sanofi S.A. ("Sanofi"). The details of the Sanofi Collaboration Agreement and the payments the Company has received, and is entitled to receive, are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K. The Company has no remaining performance obligations under the Sanofi Collaboration Agreement, and therefore no contract liability remains on the Condensed Consolidated Balance Sheets as of September 30, 2024 or December 31, 2023. As of September 30, 2024, the Company had earned milestone payments of $100.0 million and had not recorded any product sales under the Sanofi Collaboration Agreement. 16Table of ContentsTakeda In January 2018, the Company entered into a Collaboration and Option Agreement ("Takeda Collaboration Agreement") with Takeda Pharmaceutical Company Limited ("Takeda"). The details of the Takeda Collaboration Agreement are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K. There are no remaining performance obligations or potential payments remaining under the initial Takeda Collaboration Agreement. The opt-in by Takeda on the PTV:PGRN and ATV:TREM2 programs represented two new contracts with a customer for accounting purposes (the "PTV:PGRN Collaboration Agreement" and the "ATV:TREM2 Collaboration Agreement"), both of which became effective in December 2021. The details of the PTV:PGRN Collaboration Agreement and the ATV:TREM2 Collaboration Agreement are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K.As of September 30, 2024, the Company had earned an aggregate of $10.0Â million in option fee payments and $10.0Â million in milestone payments from Takeda under the PTV:PGRN and ATV:TREM2 Collaboration Agreements, and had not recorded any product sales under either agreement. Collaboration RevenueRevenue disaggregated by collaboration agreement and performance obligation is as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Takeda Collaboration Agreement:PTV:PGRN Collaboration Agreement(1)$â€”Â $â€”Â â€”Â 10,000Â Total Takeda Collaboration Revenueâ€”Â â€”Â â€”Â 10,000Â Sanofi Collaboration AgreementCNS Program License(2)â€”Â â€”Â â€”Â 25,000Â Total Sanofi Collaboration Revenueâ€”Â â€”Â â€”Â 25,000Â Biogen Collaboration AgreementATV:Abeta Program License(3)â€”Â â€”Â â€”Â 293,912Â Option Research Services(4)â€”Â 1,267Â â€”Â 1,619Â Total Biogen Collaboration Revenueâ€”Â 1,267Â â€”Â 295,531Â Total Collaboration Revenue$â€”Â $1,267Â $â€”Â $330,531Â ______________________________(1)Revenue for the nine months ended September 30, 2023 from a specified clinical milestone in the Phase 1/2 study of DNL593 in patients with frontotemporal dementia-granulin (FTD-GRN).(2)Revenue for the nine months ended September 30, 2023 from a milestone payment triggered and received in January 2023 upon the commencement of dosing in a Phase 2 study of SAR443820/DNL788 in individuals with multiple sclerosis.(3)Revenue for the nine months ended September 30, 2023 was associated with Biogen exercising its option to license Denaliâ€™s ATV:Abeta program which was previously concluded to be a material right, $288.9Â million of which was included in the contract liability balance at the beginning of the period and $5.0Â million of which was an option exercise fee received in April 2023.(4)Revenue for the three and nine months ended September 30, 2023 was included in the contract liability balance at the beginning of the period. 17Table of ContentsCost Sharing Payments and ReimbursementsCost sharing payments to collaboration partners recorded as expenses in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss, and cost sharing reimbursements from collaboration partners recorded as an offset to expense in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss are as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Takeda Collaboration Agreement:PTV:PGRN cost sharing (reimbursements)$(1,211)$(1,777)$(3,549)$(5,120)ATV:TREM2 cost sharing (reimbursements)(208)(1,018)(936)(4,279)Total Takeda cost sharing (reimbursements)(1)(1,419)(2,795)(4,485)(9,399)Biogen Collaboration Agreement: LRRK2 cost sharing payments(2)4,965Â 3,378Â 14,194Â 14,504Â Net cost sharing payments (reimbursements)$3,546Â $583Â $9,709Â $5,105Â ______________________________(1)Cost sharing reimbursements of $1.4Â million and $2.7Â million were recorded as a receivable within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively. (2)Cost sharing payments due to Biogen of $5.0Â million and $3.2Â million were recorded within accounts payable on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively.18Table of Contents6. Â Â Â Â Commitments and ContingenciesLease ObligationsIn May 2018, the Company entered into an operating lease for its corporate headquarters in South San Francisco (the "Headquarters Lease"), as further described in Note 8, "Commitments and Contingencies," to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K. In August 2021, the Company entered into a lease for laboratory, office and warehouse premises in Salt Lake City, Utah. In March 2023, the Company terminated this lease, which resulted in the recognition of $7.9Â million of accelerated depreciation on leasehold improvements in the nine months ended September 30, 2023. In April 2023, the Company entered into a lease in Salt Lake City (the â€œSLC Leaseâ€) for a 59,336 square foot laboratory, office and warehouse premises with a contractual term of approximately 15 years upon commencement, and undiscounted lease payments of approximately $13.4 million, which was subsequently amended in October 2023. The accounting lease commencement date was determined to be August 1, 2024, the date the Company was deemed to have obtained control over the property, at which time the lease was determined to be a finance lease and the lease liability and ROU asset were recorded on the Condensed Consolidated Balance Sheet. Included in the ROU asset as of September 30, 2024 are $33.1 million of assets purchased by the Company, which are considered to be owned by the landlord.Management exercised judgment in applying the requirements of ASC 842, including the determination as to whether certain contracts contain a lease, lease classification, the lease consideration, the commencement date of the leases, and for leases identified under the standard, the discount rate used to determine the measurement of the lease liability. The discount rates of the Company's operating and finance leases are an approximation of the Company's incremental borrowing rate and are dependent upon the term and economics of the agreement. To estimate the incremental borrowing rate, management considers observable debt yields of comparable market instruments, as well as benchmarks within the lease agreement that may be indicative of the rate implicit in the lease. There were no changes to the terms of the leases recognized under ASC 842 during the three and nine months ended September 30, 2024.Operating lease costs were $1.9 million and $5.8 million for the three and nine months ended September 30, 2024, respectively, and $1.9 million and $6.1 million for the three and nine months ended September 30, 2023, respectively. Variable lease costs were $1.6 million and $3.9 million for the three and nine months ended September 30, 2024, respectively, and $1.3 million and $3.3 million for the three and nine months ended September 30, 2023, respectively. Finance lease costs representing amortization of ROU assets and interest on lease liability were $0.4 million and $0.1 million, respectively, for both the three and nine months ended September 30, 2024. There was no finance lease cost for the three and nine months ended September 30, 2023.The following tables contain a summary of other information pertaining to the Companyâ€™s leases for the periods presented (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Operating cash flows from operating lease$2,885Â $2,793Â $8,532Â $8,552Â 19Table of ContentsAs of September 30,20242023Weighted-average remaining lease term (in years):Operating lease4.6 years5.6 yearsFinance lease14.5 yearsâ€”Weighted-average discount rate applied (%):Operating lease9.0%9.0%Finance lease13.7%â€”%The following table reconciles the undiscounted cash flows for the next five years and total of the remaining years to the operating and finance lease liabilities recorded in the Condensed Consolidated Balance Sheet as of September 30, 2024 (in thousands):Year Ended December 31:Operating LeaseFinance Lease2024 (three months)$2,885Â $191Â 202511,793Â 777Â 202612,182Â 794Â 202712,584Â 811Â 202813,001Â 829Â Thereafter4,381Â 9,661Â Total undiscounted lease payments56,826Â 13,063Â Less: present value adjustment(9,940)â€”Â Less: imputed interestâ€”Â (7,381)Total future minimum lease payments$46,886Â $5,682Â IndemnificationIn the ordinary course of business, the Company may provide indemnifications of varying scope and terms to vendors, lessors, business partners, board members, officers, and other parties with respect to certain matters, including, but not limited to, losses arising out of breach of such agreements, services to be provided by the Company, negligence or willful misconduct of the Company, violations of law by the Company, or from intellectual property infringement claims made by third parties. In addition, the Company has entered into indemnification agreements with directors and certain officers and employees that will require the Company, among other things, to indemnify them against certain liabilities that may arise by reason of their status or service as directors, officers or employees. No demands have been made upon the Company to provide indemnification under such agreements, and thus, there are no claims that the Company is aware of that could have a material effect on the Companyâ€™s Condensed Consolidated Balance Sheets, Condensed Consolidated Statements of Operations and Comprehensive Loss, or Condensed Consolidated Statements of Cash Flows.20Table of ContentsCommitmentsIn September 2017, the Company entered into a Development and Manufacturing Services Agreement as amended (â€œDMSAâ€) with Lonza Sales AG (â€œLonzaâ€) for the development and manufacture of biologic products. Under the DMSA, the Company will execute purchase orders based on project plans authorizing Lonza to provide development and manufacturing services with respect to certain of the Company's antibody and enzyme products, and will pay for the services provided and batches delivered in accordance with the DMSA and project plan. Unless earlier terminated, the DMSA will expire when all development and manufacturing services are completed, which is not expected to be before January 2028. As of September 30, 2024 and December 31, 2023, the Company had total non-cancellable purchase commitments under the DMSA of $23.4 million and $37.6 million, respectively.During the three months ended September 30, 2024 and 2023, the Company incurred costs of $6.0 million and $10.4Â million, respectively, and made payments of $1.9 million and $12.8 million, respectively, for the development and manufacturing services rendered under the DMSA. During the nine months ended September 30, 2024 and 2023, the Company incurred costs of $28.6 million and $26.5 million, respectively, and made payments of $32.2 million and $24.9 million, respectively, for the development and manufacturing services rendered under the DMSA.In the normal course of business, the Company enters into other firm purchase commitments primarily related to research and development activities. The Company had contractual obligations under certain clinical and manufacturing agreements other than the DMSA of $25.6 million and $34.8 million, as of September 30, 2024 and December 31, 2023, respectively, with certain amounts subject to cost sharing with Takeda.ContingenciesFrom time to time, the Company may be involved in lawsuits, arbitration, claims, investigations and proceedings consisting of intellectual property, employment and other matters which arise in the ordinary course of business. The Company records accruals for loss contingencies to the extent that the Company concludes that it is probable that a liability has been incurred and the amount of the related loss can be reasonably estimated.7.Â Â Â Â Common StockOn February 27, 2024, the Company entered into a securities purchase agreement (the "Purchase Agreement") with certain investors for the private placement of (i) 3,244,689 shares of Denali's common stock at a price of $17.07 per share and (ii) pre-funded warrants to purchase an aggregate of 26,046,065 shares of Denali's common stock (the "Pre-Funded Warrants") at a purchase price of $17.06 per Pre-Funded Warrant, which represents the per share price for the common stock less the $0.01 exercise price. The private placement closed on FebruaryÂ 29, 2024, at which time the Company received aggregate net proceeds of approximately $499.3 million, after deducting issuance costs of approximately $0.5 million.The Pre-Funded Warrants were classified as a component of permanent equity in the Companyâ€™s consolidated balance sheet as they are freestanding financial instruments that are immediately exercisable, do not embody an obligation for the Company to repurchase its shares and permit the holders to receive a fixed number of shares of common stock upon exercise. All of the Pre-Funded Warrants issued in the private placement were outstanding as of September 30, 2024.8.Â Â Â Â Stock-Based AwardsThe Company has issued stock-based awards from various equity incentive and stock purchase plans, as more fully described in Note 9, "Stock-Based Awards" to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K.21Table of ContentsStock Option ActivityThe following table summarizes stock option activity for the nine months ended September 30, 2024:Number of OptionsWeighted-Average ExerciseÂ PriceBalance at December 31, 202316,490,551Â $27.34Â Granted4,498,161Â 20.30Â Exercised(744,389)13.47Â Forfeited(1,663,311)31.29Â Balance at September 30, 202418,581,012Â $25.84Â Vested and expected to vest at September 30, 202417,771,141Â $26.98Â Exercisable at September 30, 202411,543,850Â $27.89Â The estimated fair value of stock options granted to employees were calculated using the Black-Scholes option-pricing model using the following assumptions:Nine Months Ended September 30,20242023Expected term (in years)5.50 - 6.085.50 - 6.08Volatility64.5% - 66.0%67.9% - 69.6%Risk-free interest rate3.7% - 4.5%3.4% - 4.3%Dividend yieldâ€”â€”Restricted Stock ActivityThe following table summarizes restricted stock unit ("RSU") activity for the nine months ended September 30, 2024:Number of RSU sharesWeighted-Average Fair Value at Date of Grant per ShareUnvested at December 31, 20233,635,157Â $35.60Â Granted2,347,721Â 20.49Â Vested and released(1,261,137)37.07Â Forfeited(727,400)28.85Â Unvested and expected to vest at September 30, 20243,994,341Â $27.48Â Stock-Based Compensation ExpenseThe Companyâ€™s results of operations include expenses relating to stock-based compensation as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Research and development$14,141Â $15,821Â $44,847Â $47,795Â General and administrative10,719Â 11,638Â 32,953Â 34,319Â Total$24,860Â $27,459Â $77,800Â $82,114Â 22Table of Contents9.Â Â Â Â Net Loss Per ShareSince the Company was in a loss position for all periods presented, basic net loss per share is the same as diluted net loss per share for all periods as the inclusion of all potential shares of common stock outstanding would have been anti-dilutive. The following table sets forth the computation of basic and diluted net loss per share (in thousands, except share and per share amounts):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Numerator:Net loss$(107,192)$(99,353)$(308,020)$(25,751)Denominator:Weighted average number of:Common stock shares outstanding143,410,923Â 137,644,534Â 142,151,719Â 137,076,199Â Private placement pre-funded warrants26,046,065Â â€”Â 20,437,606Â â€”Â Total169,456,988Â 137,644,534Â 162,589,325Â 137,076,199Â Net loss per share(0.63)(0.72)(1.89)(0.19)Potentially dilutive securities, including options issued and outstanding, Employee Stock Purchase Plan (â€œESPPâ€) shares issuable, and restricted shares subject to future vesting that were not included in the diluted per share calculations for the periods presented because they would be anti-dilutive totaled approximately 22.7 million and 20.7 million shares as of September 30, 2024 and September 30, 2023, respectively.10.Â Â Â Â Divestiture of Preclinical Small Molecule ProgramsOn March 1, 2024, the Company divested certain assets, including specified intellectual property, tangible assets, and equipment used to conduct early stage small molecule drug discovery ("Divested Assets") through an Asset Purchase and License Agreement (the "Asset Purchase Agreement") executed with a venture-backed private company ("VBPC"). Additionally, certain of the Companyâ€™s employees terminated their employment with the Company and became employees of VBPC. In exchange for the Divested Assets, the Company received equity consideration in the form of a simple agreement for future equity (â€œSAFEâ€), equal to $15.0Â million of equity in VBPCâ€™s next financing round or, if VBPCâ€™s next equity financing does not occur prior to December 31, 2024, a number of shares of preferred stock issued in VBPCâ€™s previous round of equity financing prior to this agreement equal to $15.0Â million divided by the price per share paid by investors in that previous equity financing. The Company may also be eligible to receive certain market valuation, development and sales based milestone payments up to approximately $1.2 billion in the form of either cash or equity at the election of VBPC. The Company will also be entitled to receive future royalties on aggregate net sales of any products that bind to certain identified targets, on a product-by-product and country-by-country basis during the periods of time commencing at the time of the first commercial sale of such product in such country, until the later of (i) the expiration of certain related patents, (ii) the expiration of Regulatory Exclusivity, or (iii) ten years after such first commercial sale.Concurrently, VBPC and the Company also entered into a sublease for 12,985 square feet of office and lab space within the Company's corporate headquarters, and transition and research services agreement ("Service Agreements"). The sublease commenced in May 2024 and continues for a period of approximately ten months, with two optional six month extension periods. The Service Agreements allow Denali to provide access to equipment and provision of certain specified administrative and research services to VBPC for a period up to the end of the sublease term. 23Table of ContentsThis divestiture did not meet the criteria for reporting discontinued operations as the sale does not represent a strategic shift in the Companyâ€™s business. The Company recognized a gain on divestiture of approximately $14.5Â million in the Condensed Consolidated Statements of Operations and Comprehensive Loss during the nine months ended September 30, 2024, representing the difference between the fair value of the consideration received and the carrying amount of the Divested Assets.The Company recorded the SAFE at $15.0Â million based on the expected value of the equity to be received within other non-current assets in the Condensed Consolidated Balance Sheet. The SAFE remains outstanding as of September 30, 2024.24Table of ContentsITEM 2. Â Â Â MANAGEMENTâ€™S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONSThe following discussion and analysis of our financial condition and results of operations should be read together with our condensed consolidated financial statements and the related notes to those statements included elsewhere in this Quarterly Report on Form 10-Q. This discussion and analysis and other parts of this report contain forward-looking statements based upon current beliefs, plans, and expectations related to future events and our future financial performance that involve risks, uncertainties, and assumptions, such as statements regarding our intentions, plans, objectives, expectations, forecasts, and projections. Our actual results and the timing of selected events could differ materially from those anticipated in these forward-looking statements as a result of several factors, including those set forth under the section titled â€œRisk Factorsâ€ included in this Quarterly Report on Form 10-Q.Forward-looking statements include, but are not limited to, statements about:â€¢the progress, success, cost, and timing of our development activities, preclinical studies, and clinical trials, and in particular the development of our blood-brain barrier (â€œBBBâ€) platform technology, programs, and biomarkers, including the initiation and completion of studies or trials and related preparatory work, enrollment in such trials, the timing of when data from clinical trials will become available, the advancement of new molecule entities into clinical development and related timing, and the filing of investigational new drug applications or clinical trial applications;â€¢the impact of preclinical findings on our ability to achieve exposures of our product candidates that allow us to explore a robust pharmacodynamic range of these candidates in humans;â€¢the expected potential benefits and potential revenue resulting from strategic collaborations with third parties and our ability to attract collaborators with development, regulatory, and commercialization expertise;â€¢the timing or likelihood of regulatory filings and approvals;â€¢our ability to obtain and maintain regulatory approval of our product candidates, and any related restrictions, limitations, and/or warnings in the label of any approved product candidate;â€¢the extent to which any dosing limitations that we have been subject to, and/or may be subject to in the future, may affect the success of our product candidates;â€¢the scope of protection we are able to establish and maintain for intellectual property rights covering our product candidates and technology;â€¢the terms and conditions of licenses granted to us and our ability to license and/or acquire additional intellectual property relating to our product candidates and BBB platform technology;â€¢our ability to obtain funding for our operations, including funding necessary to develop and commercialize our current and potential future product candidates;â€¢our plans and ability to establish sales, marketing, and distribution infrastructure to commercialize any product candidates for which we obtain approval;â€¢future agreements with third parties in connection with the commercialization of our product candidates;â€¢the size and growth potential of the markets for our product candidates, if approved for commercial use, and our ability to serve those markets;25Table of Contentsâ€¢the rate and degree of market acceptance of our product candidates;â€¢existing regulations and regulatory developments in the United States and foreign countries; â€¢potential claims relating to our intellectual property and third-party intellectual property;â€¢our ability to contract with third-party suppliers and manufacturers and their ability to perform adequately;â€¢our plans and ability to develop our own manufacturing facilities;â€¢the pricing and reimbursement of our product candidates, if approved and commercialized;â€¢the success of competing products or platform technologies that are or may become available;â€¢our ability to attract and retain key managerial, scientific, and medical personnel;â€¢the accuracy of our estimates regarding expenses, future revenue, capital requirements, and needs for additional financing;â€¢our ability to enhance operational, financial, and information management systems;â€¢the impact of adverse economic conditions such as instability in the financial services sector, rising interest rates, rising inflation, and increased labor market competition;â€¢the impact of increased geopolitical uncertainty, a pandemic or other global health emergency, and related global economic disruptions and social conditions on our business;â€¢expectations regarding the intended use of proceeds from our February 2024 Private Investment in Public Equity ("PIPE") financing; andâ€¢our financial performance.These forward-looking statements are subject to a number of risks, uncertainties, and assumptions, including those described in â€œRisk Factors.â€ In some cases, you can identify these statements by terms such as â€œanticipate,â€ â€œbelieve,â€ â€œcould,â€ â€œestimate,â€ â€œexpects,â€ â€œintend,â€ â€œmay,â€ â€œplan,â€ â€œpotential,â€ â€œpredict,â€ â€œproject,â€ â€œshould,â€ â€œwill,â€ â€œwould,â€ or the negative of those terms, and similar expressions that convey uncertainty of future events or outcomes. These forward-looking statements reflect our beliefs and views with respect to future events and are based on estimates and assumptions as of the date of this Quarterly Report on Form 10-Q and are subject to risks and uncertainties. We discuss many of these risks in greater detail in the section entitled â€œRisk Factorsâ€ included in Part II, Item 1A and elsewhere in this report. Moreover, we operate in a very competitive and rapidly changing environment. New risks emerge from time to time. It is not possible to predict all risks, nor can we assess the impact of all factors on our business or the extent to which any factor, or combination of factors, may cause actual results to differ materially from those contained in any forward-looking statements we may make. Given these uncertainties, you should not place undue reliance on these forward-looking statements. We qualify all of the forward-looking statements in this Quarterly Report on Form 10-Q by these cautionary statements. Except as required by law, we assume no obligation to update these forward-looking statements publicly, or to update the reasons actual results could differ materially from those anticipated in any forward-looking statements, whether as a result of new information, future events, or otherwise.26Table of ContentsOverviewOur goal is to discover, develop and deliver therapeutics to defeat degeneration.Our discovery and development strategy is guided by three overarching principles that we believe will significantly increase the probability of success and accelerate the timing to bring effective therapeutics to people living with neurodegenerative and lysosomal storage diseases:â€¢Degenogenes: Genetic Pathway Realization â€“ each of our programs addresses a molecular target or biological pathway that is genetically validated to cause or increase the risk for neurodegenerative diseases.â€¢Brain Delivery: Validation and Optionality â€“ we engineer our product candidates to cross the BBB and act directly in the brain. Our proprietary transport vehicle ("TV") platform technology is designed to effectively deliver large therapeutic molecules, such as enzymes, proteins, antibodies, and oligonucleotides, across the BBB after intravenous administration.â€¢Biomarker-Driven Development and Approval â€“ we discover, develop and use biomarkers to inform dose selection, assess clinical activity, and identify patients most likely to respond to our therapies. We are actively engaged in discussions with health authorities regarding the potential use of biomarkers as primary clinical endpoints to support faster paths to approval.Our late and mid-stage clinical programs are as follows: â€¢Tividenofusp alfa (DNL310, ETV:IDS), our lead enzyme replacement therapy ("ERT") program enabled by our Enzyme Transport Vehicle ("ETV"), is designed to cross the BBB and restore Iduronate 2-sulfatase ("IDS") and reduce glycosaminoglycans ("GAGs"), both peripherally and in the brain, in individuals with mucopolysaccharidosis II ("MPS II" or "Hunter syndrome");â€¢DNL343, our eukaryotic initiation factor 2 B ("eIF2B") activator program to address diseases such as amyotrophic lateral sclerosis ("ALS") and frontotemporal dementia ("FTD");â€¢BIIB122/DNL151, our leucine-rich repeat kinase 2 ("LRRK2") inhibitor program, being developed in collaboration with Biogen, to address Parkinsonâ€™s disease ("PD"); andâ€¢Eclitasertib (SAR443122/DNL758), a peripheral and non-CNS penetrant RIPK1 inhibitor, being developed in collaboration with Sanofi, to address peripheral inflammatory diseases such as ulcerative colitis ("UC").Our early-stage clinical programs are as follows:â€¢DNL126 (ETV:SGSH), our second most advanced ETV enabled program, which is designed to restore lysosomal activity of N-sulfoglucosamine sulfohydrolase ("SGSH"), an enzyme responsible for degrading heparan sulfates in the lysosome, in individuals with MPS IIIA (Sanfilippo syndrome Type A); andâ€¢TAK-594/DNL593 (PTV:PGRN), our recombinant progranulin ("PGRN") biotherapeutic enabled by our Protein Transport Vehicle ("PTV"), being developed in collaboration with Takeda, to address frontotemporal dementia-granulin ("FTD-GRN"), or frontotemporal dementia due to loss of function mutations in the GRN gene.27Table of ContentsThe following table summarizes key information about our clinical stage programs:ProgramProduct CandidateClinical Study(ies)IndicationOperational ControlETV:IDStividenofusp alfa, or DNL310Ph 1/2 Hunter syndrome (MPS II)DenaliPh 2/3eIF2BDNL343Ph 1bALSDenaliPh 2/3ALSJoint with Healey CenterLRRK2BIIB122/DNL151Ph 2aParkinson's diseaseDenaliPh 2bJoint with BiogenRIPK1 (Peripheral)eclitasertib, or SAR443122/DNL758Ph 2UCSanofiETV:SGSHDNL126Ph 1/2Sanfilippo syndrome Type A (MPS IIIA)DenaliPTV:PGRNTAK-594/DNL593Ph 1/2FTD-GRNJoint with TakedaSince we commenced operations, we have devoted substantially all of our resources to discovering, acquiring and developing product candidates, building our BBB platform technology and assembling our core capabilities in understanding key neurodegenerative disease pathways.Key operational and financing milestones in 2024 to date include:â€¢In January 2024, we announced that enrollment continues in the global Phase 2/3 COMPASS study and is expected to be completed in 2024. In February, we presented new positive data from the ongoing Phase 1/2 study of tividenofusp alfa in MPS II at the 20th Annual WORLDSymposiumTM demonstrating sustained normalization of heparan sulfate in cerebrospinal fluid (CSF HS), robust and sustained reductions in biomarkers of lysosomal dysfunction and neuronal damage (NfL; neurofilament light), and improvements and stabilization of multiple clinical outcomes measures over two years of treatment. Also in February, we participated in the Reagan-Udall Foundation for the FDA workshop on CSF HS as a potential surrogate biomarker to support accelerated approval in MPS. In April, we completed enrollment of 47 participants with MPS II in the Phase 1/2 open-label study. Following the Reagan-Udall Foundation workshop, we received written communication from the Center for Drug Evaluation and Research ("CDER") division of the FDA indicating openness to discussing an accelerated approval pathway for tividenofusp alfa in MPS II with cerebrospinal fluid heparan sulfate (CSF HS) as a surrogate biomarker. In September 2024, we announced that we plan to file a biologics license application (BLA) for accelerated approval for tividenofusp alpha (DNL310) for the treatment of MPS II (Hunter syndrome), based on the outcome of a recent successful meeting with the Center for Drug Evaluation and Research (CDER) division of the FDA. In addition, the meeting also provides a path for conversion to full approval based on the totality of the tividenofusp clinical development plan. Based on discussions with CDER, we will include preclinical and clinical data on biomarkers (CSF HS and neurofilament light (NfL)) and safety in the BLA for tividenofusp alfa as a treatment of MPS II and intend to submit the BLA under the accelerated approval pathway in early 2025;â€¢In January 2024, we announced that Part B in the TAK-594/DNL593 Phase 1/2 study in participants with FTD-GRN had been voluntarily paused to implement protocol modifications. In the second quarter of 2024, we finalized the protocol amendment for the Phase 1/2 study and screening of participants for Cohort B2 is ongoing;28Table of Contentsâ€¢In January 2024, we announced our intention to divest our preclinical small molecule portfolio, which was completed effective March 1, 2024. We will maintain ownership of, and continue to advance, our current portfolio of clinical stage small molecule programs. The decision was made based on clinical validation and prioritization of our TV-enabled platforms for brain delivery of large molecules;â€¢In February 2024, we announced that dosing had been initiated in the Phase 1/2 study of DNL126 in MPS IIIA. Further, in February 2024, we presented supportive preclinical data at WORLDSymposiumTM demonstrating that DNL126 improves lysosomal and microglial morphology, degeneration, and cognitive behavior in MPS IIIA mice. In June 2024, DNL126 was selected for the FDA's Support for clinical Trials Advancing Rare disease Therapeutics (START) program to accelerate the development of rare disease therapeutics. In November, we announced that preliminary data from up to 25 weeks of dosing in the ongoing open-label Phase 1/2 study in MPS IIIA participants demonstrate a significant reduction in CSF HS levels from baseline, including normalization. The safety profile supports continued development. The most frequent treatment emergent adverse events were infusion related reactions of mild and moderate severity in all participants. There was one serious adverse event considered by the investigator not related to drug. Based on the preliminary Phase 1/2 results and a positive regulatory environment, we recently expanded the study and continue to assess the development plans including an accelerated approval path;â€¢In February 2024, we announced that the Phase 2 HIMALAYA study evaluating SAR443820/DNL788 in participants with ALS did not meet the primary endpoint of change in ALS Functional Rating Scale-Revised (ALSFRS-R). In October 2024, we were informed by Sanofi that the K2 Phase 2 study evaluating the safety and efficacy of SAR443820/DNL788 on serum neurofilament light chain levels in participants with multiple sclerosis was discontinued based on not meeting the primary and key secondary endpoints;â€¢In February 2024, we announced that we entered into a securities purchase agreement with certain existing accredited investors for the private placement of 3,244,689 shares of our common stock at a price of $17.07 per share and pre-funded warrants to purchase an aggregate of 26,046,065 shares of our common stock at a purchase price of $17.06 per pre-funded warrant, resulting in net proceeds of approximately $499.3 million. The pre-funded warrants have an exercise price of $0.01 per share of Common Stock, and are immediately exercisable and will remain exercisable until exercised in full. The private placement closed on February 29, 2024, subject to customary closing conditions;â€¢In February 2024, we announced that we executed a Collaboration and Development Funding Agreement in January 2024 with a third party related to a global Phase 2a study of BIIB122/DNL151, which we plan to solely operationalize to evaluate safety and biomarkers associated with BIIB122/DNL151 in participants with Parkinsonâ€™s disease and confirmed pathogenic variants of LRRK2. This agreement includes committed funding of $75.0 million, of which $12.5 million was received in January 2024 and $12.5 million was received in July 2024, with the remainder to be triggered based on operational milestones in the study. The third party will be eligible to receive low single-digit royalties from Denali on annual worldwide net sales of LRRK2 inhibitors for the treatment of Parkinsonâ€™s disease, with royalty amounts varying based on the scope of the label. Denali has initiated screening of participants for the global Phase 2a study to evaluate safety and biomarkers associated with BIIB122/DNL151 in participants with Parkinsonâ€™s disease and confirmed pathogenic variants of LRRK2. Biogen will continue to conduct the ongoing global Phase 2b LUMA study in early-stage Parkinsonâ€™s disease. Denali and Biogen will co-commercialize BIIB122/DNL151 assuming regulatory approval; â€¢In May 2024, the Sean M. Healey & AMG Center for ALS at Massachusetts General Hospital (MGH) in collaboration with the Northeast ALS Consortium (NEALS) announced that enrollment is complete in Regimen G (DNL343) of the Phase 2/3 HEALEY ALS Platform Trial; and29Table of Contentsâ€¢In July 2024, Biogen terminated its license to the ATV:Abeta program enabled by our TfR-targeting technology against amyloid beta for the potential treatment of Alzheimer's disease and granted us rights to data generated during the collaboration. As a result of the termination, all rights to develop, manufacture, perform medical affairs activities, and commercialize new TfR-targeting ATV:Abeta therapeutics reverted to us. Biogen licensed our TfR-targeting ATV:Abeta program in April 2023 having exercised an option that was part of the 2020 collaboration agreement between the two companies. Biogenâ€™s decision was not related to any efficacy or safety concerns with the TV platform.We do not have any products approved for sale and have not generated any product revenue since our inception. We have funded our operations primarily from the issuance and sale of convertible preferred stock, the sale of common stock and pre-funded warrants to purchase shares of our common stock in public offerings and private placements, and payments received from our collaboration and funding agreements with Takeda, Sanofi, Biogen and other third parties.We have incurred significant operating losses to date and expect to continue to incur operating losses for the foreseeable future. We had net losses of $107.2 million and $308.0 million for the three and nine months ended September 30, 2024, respectively, and net losses of $99.4 million and $25.8 million for the three and nine months ended September 30, 2023, respectively. As of September 30, 2024, we had an accumulated deficit of $1.42 billion. Our ability to generate product revenue will depend on the successful development and eventual commercialization of one or more of our product candidates. We expect to continue to incur significant expenses and operating losses as we advance our current clinical stage programs through healthy volunteer and patient trials; broaden and improve our BBB platform technology; acquire, discover, validate and develop additional product candidates; obtain, maintain, protect and enforce our intellectual property portfolio; and hire additional personnel.Components of Operating Results Collaboration RevenueTo date, we have not generated any revenue from product sales and do not expect to generate any revenue from product sales for the foreseeable future. All revenue recognized to date has been collaboration and license revenue from our collaboration agreements with Takeda, Sanofi and Biogen.Future revenue may be recognized from the Takeda Collaboration Agreement, Sanofi Collaboration Agreement, and Biogen Collaboration Agreement, and may be generated from product sales or milestone payments, royalties and profit sharing reimbursement from other collaboration agreements, strategic alliances and licensing arrangements. We expect that our revenue will fluctuate from quarter-to-quarter and year-to-year as a result of the timing and amount of license fees, option exercise fees, milestone payments, profit sharing reimbursement, other payments and product sales, to the extent any are successfully commercialized. If we fail to complete the development of our product candidates in a timely manner or obtain regulatory approval for them, our ability to generate future revenue, and our results of operations and financial position, would be materially adversely affected.Operating ExpensesResearch and DevelopmentResearch and development activities account for a significant portion of our operating expenses. We record research and development expenses as incurred. Research and development expenses incurred by us for the discovery and development of our product candidates and BBB platform technology include:â€¢external research and development expenses, including:30Table of Contentsâ€“expenses incurred under arrangements with third parties, such as contract research organizations ("CROs"), preclinical testing organizations, contract development and manufacturing organizations ("CDMOs"), academic and non-profit institutions and consultants;â€“expenses to acquire technologies to be used in research and development that have not reached technological feasibility and have no alternative future use;â€“fees related to our license and collaboration agreements; â€¢personnel related expenses, including salaries, benefits and stock-based compensation expense; andâ€¢other expenses, which include direct and allocated expenses for laboratory, facilities and other costs.A portion of our research and development expenses are direct external expenses, which we track on a program-specific basis once a program has commenced late-stage IND-enabling studies.Â Program expenses include expenses associated with our most advanced product candidates and the discovery and development of backup or next-generation molecules. We also track external expenses associated with our TV platform. These expenses include external expenses incurred by us relating to our Takeda Collaboration Agreement, Sanofi Collaboration Agreement and Biogen Collaboration Agreement. All external costs associated with earlier stage programs, or that benefit the entire portfolio, are tracked as a group. We also incur personnel and other operating expenses for our research and development programs which are presented in aggregate. These expenses primarily relate to salaries and benefits, stock-based compensation, facility expenses including rent and depreciation, and lab consumables. Where we share costs with our collaboration partners, such as in our Biogen Collaboration Agreement and Takeda Collaboration Agreement, research and development expenses may include cost sharing reimbursements from, or payments to, our collaboration partners. Further, where we receive R&D funding from third parties, this may be recognized as a reduction to research and development expenses. It is challenging to predict the nature, timing and estimated long-range costs of the efforts that will be necessary to complete the development of, and obtain regulatory approval for, any of our product candidates. This is made more challenging by events outside of our control, such as global pandemics and increased geopolitical uncertainty. We are also unable to predict when, if ever, material net cash inflows will commence from sales or licensing of our product candidates. This is due to the numerous risks and uncertainties associated with drug development, including the uncertainty of:Â â€¢our ability to add and retain key research and development personnel;â€¢our ability to establish an appropriate safety profile with IND-enabling toxicology studies;â€¢our ability to successfully develop, obtain regulatory approval for, and then successfully commercialize, our product candidates;â€¢our successful enrollment in and completion of clinical trials;â€¢the costs associated with the development of any additional product candidates we identify in-house or acquire through collaborations;â€¢our ability to discover, develop and utilize biomarkers to demonstrate target engagement, pathway engagement and the impact on disease progression of our molecules;â€¢our ability to establish agreements with third-party manufacturers for clinical supply for our clinical trials and commercial manufacturing, if our product candidates are approved;31Table of Contentsâ€¢the terms and timing of any collaboration, license or other arrangement, including the terms and timing of any milestone payments thereunder;â€¢our ability to obtain and maintain patent, trade secret and other intellectual property protection and regulatory exclusivity for our product candidates if and when approved;â€¢our receipt of marketing approvals from applicable regulatory authorities;â€¢our ability to commercialize products, if and when approved, whether alone or in collaboration with others; andâ€¢the continued acceptable safety profiles of the product candidates following approval.A change in any of these variables with respect to the development of any of our product candidates would significantly change the costs, timing and viability associated with the development of that product candidate. We expect our research and development expenses to increase at least over the next several years as we continue to implement our business strategy, advance our current programs, expand our research and development efforts, seek regulatory approvals for any product candidates that successfully complete clinical trials, access and develop additional product candidates and incur expenses associated with hiring additional personnel to support our research and development efforts. In addition, product candidates in later stages of clinical development generally incur higher development costs than those in earlier stages of clinical development, primarily due to the increased size and duration of later-stage clinical trials.General and AdministrativeGeneral and administrative expenses include personnel related expenses, such as salaries, benefits, travel and stock-based compensation expense, expenses for outside professional services and allocated expenses. Outside professional services consist of legal, accounting and audit services and other consulting fees. Allocated expenses consist of rent, depreciation and other expenses related to our office and research and development facility not otherwise included in research and development expenses. We expect to increase our administrative headcount as we advance our product candidates through clinical development, which will increase our general and administrative expenses.Gain from divestiture of small molecule programsThe gain from the divestiture of small molecule programs consists entirely of the non-cash gain associated with the divestiture of assets associated with select preclinical small molecule programs, including specified intellectual property, tangible assets and equipment used to conduct early stage small molecule drug discovery from the Company, in exchange for equity consideration.Interest and Other Income, Net Interest and other income, net, consists primarily of interest income and investment income earned on our cash, cash equivalents, and marketable securities, as well as sublease income and interest on our finance lease liability.32Table of ContentsResults of OperationsComparison of the three and nine months ended September 30, 2024 and 2023 The following table sets forth the significant components of our results of operations (in thousands):Three Months Ended September 30,Change20242023$%Collaboration revenue:Collaboration revenue from customers$â€”Â $1,267Â $(1,267)*%Total collaboration revenueâ€”Â 1,267Â (1,267)*Operating expenses:Research and development98,238Â 89,737Â 8,501Â 9Â General and administrative24,949Â 25,325Â (376)(1)Total operating expenses123,187Â 115,062Â 8,125Â 7Â Loss from operations(123,187)(113,795)(9,392)8Â Interest and other income, net15,995Â 14,442Â 1,553Â 11Â Net loss$(107,192)$(99,353)$(7,839)8Â %____*Percentage is not meaningful.Nine Months Ended September 30,Change20242023$%Collaboration revenue:Collaboration revenue from customers$â€”Â $330,531Â $(330,531)*%Total collaboration revenueâ€”Â 330,531Â (330,531)*Operating expenses:Research and development296,653Â 316,073Â (19,420)(6)General and administrative75,379Â 78,585Â (3,206)(4)Total operating expenses372,032Â 394,658Â (22,626)(6)Gain from divestiture of small molecule programs14,537Â â€”Â 14,537Â *Loss from operations(357,495)(64,127)(293,368)*Interest and other income, net49,475Â 38,376Â 11,099Â 29Â Net loss$(308,020)$(25,751)$(282,269)*% ____*Percentage is not meaningful.Collaboration revenue. There was no collaboration revenue for three and nine months ended September 30, 2024, and $1.3Â million and $330.5Â million for three and nine months ended September 30, 2023, respectively. The decrease for the three months ended September 30, 2024 compared to September 30, 2023 was primarily due to activities under the Biogen Collaboration Agreement. The decrease for the nine months ended September 30, 2024 compared to the nine months ended September 30, 2023 was primarily due to a decrease of $293.9 million in revenue recognized in April 2023 under the Biogen Collaboration Agreement as a result of Biogen exercising its option to license our ATV:Abeta program, as well as decreases of revenue earned under the Takeda of $10.0 million and Sanofi Collaboration Agreements of $25.0 million received due to clinical milestones.Research and development expenses. Research and development expenses were $98.2 million and $296.7 million for the three and nine months ended September 30, 2024, compared to $89.7 million and $316.1 million for the three and nine months ended September 30, 2023, respectively.33Table of ContentsThe following table summarizes our research and development expenses by program and category (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023ETV:IDS program external expenses$22,840Â $20,388Â $73,639Â $87,674Â ETV:SGSH program external expenses3,435Â 1,792Â 10,474Â 6,417Â PTV:PGRN program external expenses2,500Â 1,889Â 6,145Â 8,107Â TV platform and other program external expenses8,534Â 2,105Â 16,416Â 11,865Â LRRK2 program external expenses2,051Â 1,049Â 4,133Â 3,867Â eIF2B program external expenses7,702Â 4,971Â 24,219Â 14,866Â Other external research and development expenses3,539Â 6,451Â 13,182Â 19,839Â Personnel related expenses(1)35,318Â 39,578Â 111,699Â 119,640Â Other unallocated research and development expenses11,291Â 10,931Â 31,823Â 38,693Â Net cost sharing and research and development funding payments(2)1,028Â 583Â 4,923Â 5,105Â Total research and development expenses$98,238Â $89,737Â $296,653Â $316,073Â ____(1)Personnel related expenses include stock-based compensation expense of $14.1 million and $44.8 million for the three and nine months ended September 30, 2024, respectively, and $15.8 million and $47.8 million for the three and nine months ended September 30, 2023, respectively, reflecting decreases of $1.7 million and $3.0 million, respectively.(2)The breakdown of net cost sharing, and research and development funding payments is shown in the table below. The underlying costs for reimbursements and research and development funding are included with the specified external expenses line and personnel related expenses in the table above. ATV:TREM2 program external expenses are presented within the TV platform and other program external expenses line.Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Takeda: net reimbursements for PTV:PGRN program$(1,211)$(1,777)$(3,549)$(5,120)Takeda: net reimbursements for ATV:TREM2 program(208)(1,018)(936)(4,279)Biogen: net payments for LRRK2 program4,965Â 3,378Â 14,194Â 14,504Â LRRK2 research and development funding(2,518)â€”Â (4,786)â€”Â Net cost sharing payments and research and development funding payments$1,028Â $583Â $4,923Â $5,105Â The increase in research and development expenses of approximately $8.5 million for the three months ended September 30, 2024 compared to the three months ended September 30, 2023, was primarily attributable to the following:â€¢Increases in costs in various clinical stage programs, including of eIF2B ($2.7 million), ETV:IDS ($2.5 million), ETV:SGSH ($1.6 million), LRRK2 ($1.0 million) and PTV:PGRN ($0.6 million) reflecting the continued progress of these programs in clinical trials; andâ€¢An increase of $6.4 million in TV platform and other program external expenses, reflecting our continued investment in our TV-enabled product candidates.These increases were partially offset by a decrease $4.3 million in personnel related expenses due to decreases in salary and stock-based compensation expenses due to decreased headcount, primarily as a result of the divestiture of our preclinical small molecule programs in March 2024, and a decrease of $2.9 million in other external research and development expenses associated with the divestiture of our preclinical small molecule programs.The decrease in research and development expenses of approximately $19.4 million for the nine months ended September 30, 2024 compared to the nine months ended September 30, 2023, was primarily attributable to the following:34Table of Contentsâ€¢a decrease of $14.0 million in ETV:IDS program external expenses due to $30.0 million in milestone-related expense in the first quarter of 2023 pursuant to our acquisition of F-star Gamma, which was triggered by a clinical milestone for the ETV:IDS program. This decrease was partially offset by increased spend in 2024 related to our ongoing Phase 1/2 study and our potentially registrational Phase 2/3 study; â€¢decreases of $7.9 million and $6.9 million in personnel related expenses and other unallocated research and development expenses, respectively, primarily as a result of the divestiture of our preclinical small molecule programs in March 2024;â€¢a decrease of $2.0 million in PTV:PGRN program external expenses as the TAK-594/DNL593 (PTV:PGRN) Phase 1/2 study was previously voluntarily paused; andâ€¢a decrease of $6.7 million in other external research and development expenses primarily due to elevated facility costs in the nine months ended September 30, 2023 as a result of accelerated depreciation on leasehold improvements associated with the termination of the former SLC Lease.These decreases were partially offset by increases of $9.4 million and $4.1 million in eIF2B and ETV:SGSH program external expenses, respectively, reflecting the continued progress of these programs in clinical trials, and an increase of $4.6 million in TV platform and other program external expenses, reflecting our continued investment in our TV-enabled product candidates.General and administrative expenses. General and administrative expense was $24.9 million for the three months ended September 30, 2024, and $25.3 million for the same period in 2023. General and administrative expenses were $75.4 million for the nine months ended September 30, 2024 compared to $78.6Â million for the nine months ended September 30, 2023. The decrease of $3.2Â million was primarily attributable to $2.5 million of combined decreases in professional services and facilities costs, and $1.8 million of decreased personnel-related expenses consisting of employee compensation and stock-based compensation expenses as a result of the divestiture of our preclinical small molecule programs in March 2024, partially offset by an increase of $1.1Â million in other corporate costs.Gain from divestiture of small molecule programs. For a full description, see Item 2. Components of Operating Results included in this Quarterly Report on Form 10-Q.Liquidity and Capital ResourcesSources of LiquidityAs of September 30, 2024, we had cash, cash equivalents and marketable securities in the amount of $1.28 billion. We fund our operations primarily with the proceeds from the sale of common stock and payments received from our collaboration partners, including those received under agreements with Takeda, Sanofi, and Biogen. We have sold common stock and other securities in public offerings, a private placement, and stock purchase agreements with Takeda and Biogen. Through September 30, 2024 we have obtained aggregate net proceeds of approximately $754.4 million from public offerings of our common stock, including $296.2 million obtained through the sale of 11.9 million shares of common stock in October 2022. Under stock purchase agreements with collaboration partners we have received a further $575.0 million through September 30, 2024.Further, in February

2024 we received net proceeds of approximately $499.3 million from our private placement through the sale of approximately 3.2Â million shares of common stock and pre-funded warrants to purchase approximately 26.0Â million shares of our common stock. 35Table of ContentsIn February 2022, we established a registered â€œat-the-marketâ€ facility for the sale of up to $400.0Â million of shares of common stock from time to time by entering into an equity distribution agreement with Goldman Sachs & Co. LLC, Leerink Partners LLC (formerly SVB Securities LLC) and Cantor Fitzgerald & Co. as sales agents. To date, no shares have been sold under the equity distribution agreement. Pursuant to our collaboration and research and development funding agreements with Takeda, Sanofi, Biogen and an unrelated third party, through September 30, 2024 we have received upfront, option and milestone payments of $115.0 million, $225.0 million, $565.0 million and $25.0 million, respectively, and have also received $47.2 million and $16.2 million of gross cost sharing reimbursements from Takeda and Biogen, respectively, and received $13.7Â million in specified reimbursements from Sanofi.Future Funding Requirements and CommitmentsTo date, we have not generated any product revenue. We do not expect to generate any product revenue unless and until we obtain regulatory approval of and commercialize any of our product candidates, and we do not know when, or if, either will occur.We expect to continue to incur significant losses for the foreseeable future, and we expect the losses to increase as we expand our research and development activities and continue the development of, and seek regulatory approvals for, our product candidates, and begin to commercialize any approved products. Further, we expect general and administrative expenses to increase as we continue to incur additional costs associated with supporting our growing operations. We are subject to all of the risks typically related to the development of new product candidates, and we may encounter unforeseen expenses, difficulties, complications, delays and other unknown factors that may adversely affect our business. We anticipate that we will need substantial additional funding in connection with our continuing operations. Until we can generate a sufficient amount of revenue from the commercialization of our product candidates or from our existing collaboration agreements, or future agreements with other third parties, if ever, we expect to finance our future cash needs through public or private equity or debt financings. Additional capital may not be available on reasonable terms, if at all. If we are unable to raise additional capital in sufficient amounts or on terms acceptable to us, we may have to significantly delay, scale back or discontinue the development or commercialization of one or more of our product candidates. If we raise additional funds through the issuance of additional debt or equity securities, it could result in dilution to our existing stockholders, increased fixed payment obligations and the existence of securities with rights that may be senior to those of our common stock. If we incur indebtedness, we could become subject to covenants that would restrict our operations and potentially impair our competitiveness, such as limitations on our ability to incur additional debt, limitations on our ability to acquire, sell or license intellectual property rights and other operating restrictions that could adversely impact our ability to conduct our business. Additionally, any future collaborations we enter into with third parties may provide capital in the near term but limit our potential cash flow and revenue in the future. Any of the foregoing could significantly harm our business, financial condition and prospects.Since our inception, we have incurred significant losses and negative cash flows from operations. We have an accumulated deficit of $1.42 billion through September 30, 2024. We expect to incur substantial additional losses in the future as we conduct and expand our research and development activities. We believe that our existing cash, cash equivalents and marketable securities will be sufficient to enable us to fund our projected operations through at least the twelve months following the filing date of this Quarterly Report on Form 10-Q, including our existing commitments as outlined below. We have based this estimate on assumptions that may prove to be wrong, and we could utilize our available capital resources sooner than we currently expect. In the longer term, we anticipate that we will need substantial additional resources to fund our operations and meet future commitments. 36Table of ContentsOur existing commitments primarily relate to our obligations under existing lease agreements, and certain clinical and manufacturing agreements, including the DMSA with Lonza Sales AG ("Lonza") for the development and manufacture of biologic products. As of September 30, 2024, the operating lease liability was $46.9 million and the finance lease liability was $5.7 million. Under the DMSA with Lonza, and certain other clinical and manufacturing agreements, we had total non-refundable purchase commitments as of September 30, 2024 of $49.0 million, with certain amounts subject to cost sharing with Takeda. While the lease obligations span multiple years, the majority of the purchase commitments with Lonza and other clinical and manufacturing agreements are due within twelve months, with some spanning several years. These commitments are more fully described in Note 6 - Commitments and Contingencies of our unaudited condensed consolidated financial statements included in this Quarterly Report on Form 10-Q.Our future funding requirements, including changes to and new commitments, will depend on many factors, including:â€¢the timing and progress of preclinical and clinical development activities;â€¢the number and scope of preclinical and clinical programs we decide to pursue;â€¢the progress of the development efforts of third parties with whom we have entered into license and collaboration agreements;â€¢our ability to maintain our current research and development programs and to establish new research and development, license or collaboration arrangements;â€¢our ability and success in securing manufacturing relationships with third parties or in establishing and operating a manufacturing facility;â€¢the costs involved in prosecuting, defending and enforcing patent claims and other intellectual property claims;â€¢the cost and timing of regulatory approvals;â€¢our efforts to enhance operational, financial and information management systems and hire additional personnel, including personnel to support development of our product candidates; andâ€¢the costs and ongoing investments to in-license and/or acquire additional technologies.A change in the outcome of any of these or other variables with respect to the development of any of our product candidates could significantly change the costs and timing associated with the development of that product candidate. Furthermore, our operating plans may change in the future, and we may need additional funds to meet operational needs and capital requirements associated with such operating plans.37Table of ContentsCash FlowsThe following table sets forth a summary of the primary sources and uses of cash for each of the periods presented below (in thousands):Nine Months Ended September 30,20242023Net cash used in operating activities$(263,979)$(259,334)Net cash (used in) provided by investing activities(260,963)176,261Â Net cash provided by financing activities488,472Â 13,115Â Net decrease in cash, cash equivalents and restricted cash$(36,470)$(69,958)Net Cash Used In Operating Activities During the nine months ended September 30, 2024, net cash used in operating activities was $264.0 million, which consisted of a net loss of $308.0 million, adjusted by non-cash items primarily related to stock-based compensation expense, depreciation and amortization, net accretion of discounts on marketable securities, non-cash rent expenses, and the non-cash gain on divestiture of small molecule programs. Cash used in operating activities was also driven by changes in our operating assets and liabilities.Net Cash (Used In) Provided By Investing ActivitiesDuring the nine months ended September 30, 2024, net cash used in investing activities was $261.0 million, which consisted of $1.06 billion of purchases of marketable securities and $10.8 million of capital expenditures to purchase property and equipment, partially offset by $806.1 million in proceeds from maturities and sales of marketable securities.Net Cash Provided By Financing Activities During the nine months ended September 30, 2024, cash provided by financing activities was $488.5Â million which consisted of $499.3 million of net proceeds from issuance of common stock and pre-funded warrants in a private placement in February 2024 and $13.2 million in proceeds from the exercise of stock options and the Company's ESPP, partially offset by an aggregate of $24.0 million of payments related to our finance lease.Critical Accounting EstimatesThis discussion and analysis of our financial condition and results of operations is based on our consolidated financial statements, which have been prepared in accordance with U.S. GAAP. The preparation of these consolidated financial statements requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements, as well as the reported revenues recognized and expenses incurred during the reporting periods. Our estimates are based on our historical experience and on various other factors that we believe are reasonable under the circumstances, the results of which form the basis for making judgments about the carrying value of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates under different assumptions or conditions. Our significant accounting policies are described in detail in the notes to our consolidated financial statements included elsewhere in this report. In our â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operationsâ€ included in our Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on FebruaryÂ 28, 2024, we described the accounting estimates that we believe involve a significant level of estimation uncertainty which could have a material impact on our financial condition or results of operations. There have been no material changes to these critical accounting estimates during the nine months ended September 30, 2024.38Table of ContentsRecent Accounting PronouncementsThere have been no new accounting pronouncements or changes to accounting pronouncements during theÂ nine months endedÂ September 30, 2024, as compared to the recent accounting pronouncements described in ourÂ Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on FebruaryÂ 28, 2024, that are of significance or potential significance to us.39Table of ContentsITEM 3. Â Â Â Â QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK We are exposed to market risks in the ordinary course of our business, primarily related to interest rate and foreign currency sensitivities.Interest Rate SensitivityWe are exposed to market risk related to changes in interest rates. We had cash, cash equivalents and marketable securities of $1.28 billion as of September 30, 2024, which consisted primarily of money market funds and marketable securities, largely composed of investment grade, short to intermediate term fixed income securities.The primary objective of our investment activities is to preserve capital to fund our operations. We also seek to maximize income from our investments without assuming significant risk. To achieve our objectives, we maintain a portfolio of investments in a variety of securities of high credit quality and short-term duration, according to our board-approved investment policy. Our investments are subject to interest rate risk and could fall in value if market interest rates increase. A hypothetical 10% relative change in interest rates during any of the periods presented would not have had a material impact on our condensed consolidated financial statements.Foreign Currency SensitivityThe majority of our transactions occur in U.S. dollars. However, we do have certain transactions that are denominated in currencies other than the U.S. dollar, primarily the Euro, Swiss Franc and British Pound, and we therefore are subject to foreign exchange risk. The fluctuation in the value of the U.S. dollar against other currencies affects the reported amounts of expenses, assets and liabilities primarily associated with a limited number of preclinical, clinical and manufacturing activities. 40Table of ContentsITEM 4. Â Â Â Â CONTROLS AND PROCEDURESEvaluation of Disclosure Controls and ProceduresOur management has performed an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures as defined in Rules 13a-15(e) and 15d-15(e) of the Exchange Act. Our disclosure controls and procedures are designed to ensure that information required to be disclosed in the reports we file or submit under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SECâ€™s rules and forms, and that such information is accumulated and communicated to our management, including the Chief Executive Officer and the Chief Operating and Financial Officer, to allow timely decisions regarding required disclosures.Any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving the desired control objective and management necessarily applies its judgment in evaluating the cost-benefit relationship of possible controls and procedures. Based on this evaluation, our Chief Executive Officer and Chief Operating and Financial Officer concluded that, as of September 30, 2024, the design and operation of our disclosure controls and procedures were effective at a reasonable assurance level.Changes in Internal Control over Financial ReportingThere was no change in our internal control over financial reporting identified in connection with the evaluation required by Rule 13a-15(d) and 15d-15(d) of the Exchange Act that occurred during the quarter ended September 30, 2024 that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.41Table of ContentsPART II. OTHER INFORMATIONITEM 1.Â Â Â Â LEGAL PROCEEDINGSFrom time to time, we may become involved in litigation or other legal proceedings. We are not currently a party to any litigation or legal proceedings that, in the opinion of our management, are likely to have a material adverse effect on our business. Regardless of outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management attention and resources and other factors.ITEM 1A. Â Â Â Â RISK FACTORS Investing in our common stock involves a high degree of risk. You should carefully consider the risks described below, as well as the other information in this Quarterly Report on Form 10-Q, including our financial statements and the related notes and the section titled â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.â€ The occurrence of any of the events or developments described below could harm our business, financial condition, results of operations and growth prospects. In such an event, the market price of our common stock could decline and you may lose all or part of your investment. Additional risks and uncertainties not presently known to us or that we currently deem immaterial also may impair our business operations and the market price of our common stock.42Table of ContentsRisk Factor SummaryThis summary of risks below provides an overview of the principal risks we are exposed to. These risks are described more fully in the section entitled â€œRisk Factorsâ€ in this Quarterly Report on Form 10-Q. Risks Related to Our Business, Financial Condition and Capital Requirementsâ€¢We are in the clinical stages of drug development and have a limited operating history and no products approved for commercial sale, which may make it difficult to evaluate our current business and predict our future success and viability.â€¢We have incurred significant net losses since our inception and anticipate that we will continue to incur net losses for the foreseeable future.â€¢Drug development is a highly uncertain undertaking. We have never generated any revenue from product sales, and may never do so.â€¢Due to the significant resources required for the development of our programs, and depending on our ability to access capital, we must prioritize development of certain product candidates.â€¢A pandemic, epidemic, or outbreak of an infectious disease, such as COVID-19, or the perception of its effects, may materially and adversely affect our business, operations, and financial condition. Risks Related to the Discovery, Development and Commercialization of Our Product Candidatesâ€¢We are heavily dependent on the successful development of our BBB technology and the programs currently in our pipeline, which are in the preclinical and clinical development stages.â€¢We may not be successful in our efforts to continue to create a pipeline of product candidates or to develop commercially successful products.â€¢We have concentrated a substantial portion of our efforts on the treatment of neurodegenerative and lysosomal storage diseases, fields that have seen limited success in drug development. â€¢We may encounter substantial delays in our clinical trials, or may not be able to conduct or complete our clinical trials on the timelines we expect, if at all.â€¢We may encounter difficulties enrolling and/or retaining patients in our clinical trials, and our clinical development activities could thereby be delayed or otherwise adversely affected.â€¢Our clinical trials may reveal significant adverse events, toxicities, or other side effects and may fail to demonstrate substantial evidence of the safety and efficacy or potency of our product candidates, which would prevent, delay or limit the scope of regulatory approval and commercialization.â€¢We face significant competition and our operating results may suffer if we fail to compete effectively.â€¢If we are unable to establish sales and marketing capabilities or enter into agreements with third parties, we may not be successful in commercializing product candidates if and when they are approved.â€¢If product liability lawsuits are brought against us, we may incur substantial liabilities and may be required to limit commercialization of our product candidates.Risks Related to Regulatory Approval and Other Legal Compliance Mattersâ€¢The regulatory approval processes of the FDA, European Medicines Agency ("EMA") and comparable foreign regulatory authorities are lengthy, time consuming, and inherently unpredictable. If we are ultimately unable to obtain regulatory approval for our product candidates, we will be unable to generate product revenue.â€¢We currently conduct clinical trials outside the United States, and the FDA, EMA and applicable foreign regulatory authorities may not accept data from such trials.â€¢To the extent we seek orphan drug designation for any of our product candidates, we may be unable to obtain such designations or to maintain the benefits associated with orphan drug status.â€¢Healthcare legislative measures aimed at reducing healthcare costs may have a material adverse effect on our business and results of operations.â€¢Our business is subject to complex and evolving U.S. and foreign laws and regulations, information security policies, and contractual obligations relating to privacy and data protection.Risks Related to Our Reliance on Third Partiesâ€¢We depend on collaborations with third parties for the research, development and commercialization of certain product candidates. If any such collaborations are not successful, we may not be able to realize the market potential of those product candidates.43Table of Contentsâ€¢We rely on third parties to conduct our clinical trials and some aspects of our research and preclinical testing, and those third parties may not perform satisfactorily.â€¢Our reliance on third parties for the manufacture of the significant majority of the materials for our research programs, preclinical studies and clinical trials. This reliance on third parties may increase the risk that we will not have sufficient quantities of such materials or product candidates.â€¢We depend on third-party suppliers for key raw materials used in our manufacturing, and the loss of these suppliers or their inability to supply us with adequate raw materials could harm our business.Risks Related to Our Intellectual Propertyâ€¢If we are unable to obtain and maintain patent protection for our product candidates or our BBB technology, our competitors could develop and commercialize products or technology similar or identical to ours, and adversely affect our ability to commercialize any product candidates.â€¢If any of our owned or in-licensed patent applications do not issue as patents in any jurisdiction, we may not be able to compete effectively.â€¢Our rights to develop and commercialize our BBB technology and product candidates are subject, in part, to the terms of licenses granted to us by others or licenses granted by us to others.â€¢We may not be able to protect our intellectual property and proprietary rights throughout the world.â€¢Our patent protection could be reduced or eliminated if we are unable to comply with requirements imposed by government patent agencies.â€¢Changes in U.S. patent law could impair our ability to protect our products.â€¢Issued patents covering our BBB technology, product candidates and other technologies could be found invalid or unenforceable if challenged.â€¢Patent terms may be inadequate to protect our competitive position on our product candidates for an adequate amount of time. â€¢We may be subject to claims challenging the inventorship of our intellectual property.â€¢If we are unable to protect the confidentiality of our trade secrets, our business would be harmed.â€¢We may not be successful in obtaining, through acquisitions, in-licenses, or otherwise, necessary rights to our BBB platform technology, product candidates or other technologies.â€¢We may be subject to claims that our employees, consultants, or advisors have wrongfully used or disclosed alleged trade secrets of their current or former employers.â€¢Third-party intellectual property claims against us, our licensors or our collaborators may prevent or delay the development of our BBB platform technology, product candidates and other technologies.Risks Related to Our Operationsâ€¢If we are not successful in attracting, motivating and retaining highly qualified personnel, we may not be able to successfully implement our business strategy.â€¢We have engaged in and may in the future engage in acquisitions or strategic partnerships, which may increase our capital requirements, dilute our stockholders, or cause us to incur debt or assume contingent liabilities.â€¢Our internal computer systems, or those used by our collaborators, CROs or other contractors, may fail or suffer security breaches or incidents that could compromise the confidentiality, integrity, and availability of such systems and data, expose us to liability, and affect our reputation.â€¢Our business is subject to risks associated with international operations.Risks Related to Ownership of Our Common Stockâ€¢The market price of our common stock has been and may continue to be volatile, which could result in substantial losses for investors.â€¢If securities analysts publish negative evaluations of our stock, or if they do not publish research or reports about our business; the price of our stock and trading volume could decline.â€¢Raising additional capital may cause dilution to our existing stockholders, restrict our operations or require us to relinquish rights to our technologies or product candidates.â€¢Delaware law and provisions in our charter documents might prevent a change in control of our company or changes in our management, depressing the trading price of our common stock.â€¢Our amended and restated certificate of incorporation provides exclusive forums for disputes between us and our stockholders, limiting their ability to obtain a favorable judicial forum.44Table of ContentsRisks Related to Our Business, Financial Condition and Capital RequirementsWe are in the clinical stages of drug development and have a limited operating history and no products approved for commercial sale, which may make it difficult to evaluate our business and predict our future success and viability.We are a clinical-stage biopharmaceutical company with a limited operating history, focused on developing therapeutics for neurodegenerative diseases, including Alzheimerâ€™s disease, Parkinsonâ€™s disease, and ALS, and lysosomal storage diseases, including Hunter syndrome and Sanfilippo syndrome. We commenced operations in May 2015, have no products approved for commercial sale, and have not generated any revenue from product sales. Drug development is a highly uncertain undertaking and involves a substantial degree of risk. Our clinical-stage programs are in various phases ranging from Phase 1 through Phase 3. To date, we have not completed a pivotal clinical trial, obtained marketing approval for any product candidates, manufactured a commercial scale product or arranged for a third party to do so on our behalf, or conducted sales and marketing activities necessary for successful product commercialization. Our limited operating history makes any assessment of our future success and viability subject to significant uncertainty. We will encounter risks and difficulties frequently experienced by clinical-stage biopharmaceutical companies, and we have not yet demonstrated an ability to successfully overcome such risks and difficulties. If we do not address these risks and difficulties successfully, our business will suffer.We have incurred significant net losses since our inception and anticipate that we will continue to incur net losses for the foreseeable future.We have incurred significant net losses since our inception. Our net losses were $107.2 million and $308.0 million for the three and nine months ended September 30, 2024, respectively, and net losses of $99.4 million and $25.8 million for the three and nine months ended September 30, 2023, respectively. As of September 30, 2024, we had an accumulated deficit of $1.42 billion.We have invested significant financial resources in research and development activities, including for our preclinical and clinical product candidates and our TV platform. We do not expect to generate revenue from product sales for several years, if at all. The amount of our future net losses will depend, in part, on the level of our future expenditures and revenue. Moreover, our net losses may fluctuate significantly from quarter to quarter and year to year, such that a period-to-period comparison of our results of operations may not be a good indication of our future performance.We expect to continue to incur significant expenses and increasingly higher operating losses for the foreseeable future. We anticipate that our expenses will increase substantially if and as we:Â â€¢continue our research and discovery activities;â€¢progress our current and any future product candidates through preclinical and clinical development;â€¢initiate and conduct additional preclinical, clinical, or other studies for our product candidates;â€¢work with our contract manufacturers to scale up the manufacturing processes for our product candidates or establish and operate a manufacturing facility;â€¢change or add additional contract manufacturers or suppliers;â€¢seek regulatory approvals and marketing authorizations for our product candidates;â€¢establish sales, marketing and distribution infrastructure to commercialize any products for which we obtain approval;45Table of Contentsâ€¢acquire or in-license product candidates, intellectual property and technologies;â€¢make milestone, royalty or other payments due under any license or collaboration agreements;â€¢obtain, maintain, protect, and enforce our intellectual property portfolio, including intellectual property obtained through license agreements;â€¢attract, hire, and retain qualified personnel and incur increased stock-based compensation, especially in light of a competitive compensation environment;â€¢provide additional internal infrastructure to support our continued research and development operations and any planned commercialization efforts in the future;â€¢implement additional internal systems and infrastructure related to cybersecurity;â€¢experience any delays or encounter other issues related to our operations;â€¢meet the requirements and demands of being a public company;â€¢defend against any product liability claims or other lawsuits related to our products; andâ€¢build clinical manufacturing capabilities and capacity.Our prior losses and expected future losses have had and will continue to have an adverse effect on our stockholdersâ€™ equity and working capital. In any particular quarter or quarters, our operating results could be below the expectations of securities analysts or investors, which could cause our stock price to decline.Drug development is a highly uncertain undertaking and involves a substantial degree of risk. We have never generated any revenue from product sales, and we may never generate product revenue or be profitable.We have no products approved for commercial sale and have not generated any revenue from product sales. To obtain revenue from the sales of our product candidates that are significant or large enough to achieve profitability, we must succeed, either alone or with third parties, in developing, obtaining regulatory approval for, manufacturing, and marketing therapies with significant commercial success.Our ability to generate revenue and achieve profitability depends significantly on many factors, including:Â â€¢successfully prioritizing and completing research and preclinical and clinical development of our product candidates;â€¢obtaining regulatory approvals and marketing authorizations for product candidates for which we successfully complete clinical development and clinical trials;Â â€¢developing a sustainable and scalable manufacturing process for our product candidates, including those that utilize our TV platform, as well as establishing and maintaining commercially viable supply relationships with third parties that can provide adequate products and services to support clinical activities and commercial demand of our product candidates;â€¢identifying, assessing, acquiring and/or developing new product candidates;â€¢negotiating favorable terms in any collaboration, licensing or other arrangements into which we may enter;46Table of Contentsâ€¢launching and successfully commercializing product candidates for which we obtain regulatory and marketing approval, either by collaborating with a partner or, if launched independently, by establishing a sales, marketing and distribution infrastructure;â€¢obtaining and maintaining an adequate price for our product candidates, both in the United States and in foreign countries where our products are commercialized;â€¢obtaining adequate reimbursement for our product candidates from payors;â€¢obtaining market acceptance of our product candidates as viable treatment options;â€¢addressing any competing technological and market developments;â€¢receiving milestone and other payments under our current and any future collaboration arrangements;â€¢maintaining, protecting, expanding, and enforcing our portfolio of intellectual property rights;â€¢attracting, hiring, and retaining qualified personnel;â€¢general economic conditions, including conditions resulting from rising inflation and interest rates, recent bank failures and instability in the financial services sector, geopolitical uncertainty, and instability or war; andâ€¢addressing any delays in our clinical trials or other impacts from a pandemic or other global health emergency.Because of the numerous risks and uncertainties associated with drug development, we are unable to predict the timing or amount of our expenses, or when we will be able to generate any meaningful revenue or achieve or maintain profitability, if ever. In addition, our expenses could increase beyond our current expectations if we are required by the FDA, or foreign regulatory agencies, to perform studies in addition to those that we currently anticipate, or if there are any delays in any of our current or our future collaboratorsâ€™ clinical trials or the development of any of our product candidates. Even if one or more of our product candidates is approved for commercial sale, we anticipate incurring significant costs associated with commercializing any approved product candidate and ongoing compliance efforts.Even if we are able to generate revenue from the sale of any approved products, we may not become profitable and may need to obtain additional funding to continue operations. Revenue from the sale of any product candidate for which regulatory approval is obtained will be dependent, in part, upon the size of the markets in the territories for which we gain regulatory approval, the accepted price for the product, the ability to get reimbursement at any price, and whether we own the commercial rights for that territory. If the number of addressable patients is not as significant as we anticipate, the indication approved by regulatory authorities is narrower than we expect, or the reasonably accepted population for treatment is narrowed by competition, physician choice. or treatment guidelines, we may not generate significant revenue from sales of such products, even if approved. Even if we do achieve profitability, we may not be able to sustain or increase profitability on a quarterly or annual basis.Our failure to become and remain profitable would decrease the value of our company and could impair our ability to raise capital, expand our business, maintain our research and development efforts, diversify our pipeline of product candidates, or continue our operations and cause a decline in the value of our common stock, all or any of which may adversely affect our viability.47Table of ContentsIf we fail to obtain additional financing, we may be unable to complete the development and, if approved, commercialization of our product candidates.Our operations have required substantial amounts of cash since inception. We currently fund our operations primarily with the proceeds from our follow-on offering completed in October 2022, payments received from our collaboration agreements with Biogen, Sanofi, and Takeda, and a strategic private offering transaction completed in February 2024. We have a diversified portfolio with numerous programs at various stages of research, discovery, preclinical, and clinical development. Developing our product candidates is expensive, and we expect to continue to spend substantial amounts as we fund our early-stage research projects, and continue to advance our programs through preclinical and clinical development. Even if we are successful in developing our product candidates, obtaining regulatory approvals and launching and commercializing any product candidate will require substantial additional funding.As of September 30, 2024, we had $1.28Â billion in cash, cash equivalents and marketable securities. We believe that our existing cash, cash equivalents and marketable securities will be sufficient to fund our projected operations through at least the next twelve months. Our estimate as to how long we expect our existing cash, cash equivalents, and marketable securities to be available to fund our operations is based on assumptions that may be proven inaccurate, and we could use our available capital resources sooner than we currently expect. Changing circumstances, some of which may be beyond our control, such as recent bank failures, geopolitical uncertainty, rising inflation or interest rates, or a perceived or actual economic downturn, may cause us to increase our spending significantly faster than we currently anticipate, and we may need to seek additional funds sooner than planned. We may also need to raise additional funds sooner than we anticipate if we choose to expand more rapidly than we presently anticipate.We have no committed source of additional capital, and we cannot be certain that additional funding will be available when we need it, on terms acceptable to us or at all. If adequate capital is not available to us on a timely basis, we may be required to significantly delay, scale back, or discontinue our research and development programs or the commercialization of any product candidates, if approved, or be unable to continue or expand our operations or otherwise capitalize on our business opportunities, which could materially affect our business, financial condition, results of operations, and growth prospects and cause the price of our common stock to decline.Due to the significant resources required for the development of our programs, and depending on our ability to access capital, we must prioritize development of certain product candidates. Moreover, we may expend our limited resources on programs that do not yield a successful product candidate and fail to capitalize on product candidates or indications that may be more profitable or for which there is a greater likelihood of success.We have a diversified portfolio with numerous programs at various stages of research, discovery, preclinical, and clinical development. These programs require significant capital investment. We seek to maintain a process of prioritization and resource allocation to maintain an optimal balance between aggressively advancing lead programs and replenishing our portfolio. We regularly review the programs in our portfolio, and terminate those programs which do not meet our development criteria, which we have done a number of times in the past.48Table of ContentsDue to the significant resources required for the development of our programs, we must focus our programs on specific diseases and disease pathways and decide which product candidates to pursue and advance and the amount of resources to allocate to each. Our decisions concerning the allocation of research, development, collaboration, management, and financial resources toward particular product candidates or therapeutic areas may not lead to the development of any viable commercial product and may divert resources away from better opportunities. Similarly, our potential decisions to delay, terminate, divest, or collaborate with third parties in respect of certain programs may subsequently also prove to be suboptimal and could cause us to miss valuable opportunities. If we make incorrect determinations regarding the viability or market potential of any of our programs or product candidates or misread trends in the biopharmaceutical industry, in particular for neurodegenerative and lysosomal storage diseases, our business, financial condition, results of operations, and growth prospects could be materially adversely affected. As a result, we may fail to capitalize on viable commercial products or profitable market opportunities, be required to forgo or delay pursuit of opportunities with other product candidates or other diseases and disease pathways that may later prove to have greater commercial potential than those we choose to pursue, or relinquish valuable rights to such product candidates through collaboration, licensing, or other royalty arrangements in cases in which it would have been advantageous for us to invest additional resources to retain sole development and commercialization rights.A pandemic, epidemic or outbreak of an infectious disease, such as COVID-19, or the perception of its effects, may materially and adversely affect our business, operations, and financial condition.Public health outbreaks, such as epidemics or pandemics, may significantly disrupt our business. Such outbreaks pose the risk that we or our employees, contractors, suppliers, and other partners may be prevented from conducting business activities for an indefinite period of time due to the spread of the disease, due to shutdowns that may be requested or mandated by federal, state, and local governmental authorities or certain employers, or due to the economic consequences associated with the pandemic. Business disruptions could include disruptions or restrictions on our ability to travel, as well as temporary closures of our facilities and the facilities of our partners, clinical trial sites, service providers, suppliers, or contract manufacturers. For example, the COVID-19 pandemic caused a temporary disruption in our ability to recruit participants for our clinical trials in the calendar year 2020 and the first quarter of 2021. While it is not possible to predict whether another pandemic, epidemic, or infectious disease outbreak similar to COVID-19 will materialize, any measures taken by governments and local authorities in response to such future health crises have the potential to disrupt and delay the initiation of new clinical trials, the progress of our ongoing clinical trials and our preclinical activities, and potentially the manufacture or shipment of both drug substance and finished drug product of our product candidates for preclinical testing and clinical trials, as well as adversely impact our business, financial condition, or operating results.The continued impact of the COVID-19 pandemic may materially and adversely affect our business, operations and financial condition. On May 11, 2023, the federal government ended the COVID-19 public health emergency, which ended a number of temporary changes made to federally funded programs, while some remain in effect. The full impact of the termination of the public health emergency on the FDA and other regulatory policies and operations remains unclear. In response to the COVID-19 pandemic, we implemented policies that enabled some of our employees to work remotely, which policies may continue for an indefinite period. Due to telecommuting patterns, modified work schedules, and enhanced safety protocols, our laboratory operations have at times and may again operate with decreased efficiency. Furthermore, our clinical trial sites for our clinical studies were impacted by the COVID-19 pandemic: in 2020, we experienced a pause in enrollment in our BIIB122/DNL151 Phase 1 and Phase 1b trials, our DNL343 Phase 1 and Phase 2/3 trials, and our ETV:IDS program observational biomarker study, and we have subsequently experienced certain delays in patient enrollment.49Table of ContentsThe FDA issued a number of COVID-19 related guidance documents for manufacturers and clinical trial sponsors in 2020 and 2021, many of which have expired or were withdrawn with the expiration of the COVID-19 public health emergency in May 2023, although some COVID-19 related guidance documents remain in effect. Should the FDA issue additional guidance that mandates material changes to our clinical trials in response to a pandemic or other public health outbreaks, the costs of such clinical trials may increase. To the extent we experience any ongoing pandemic disruptions or other public health emergencies, potential impacts to our business may include delays or difficulties in enrolling patients, difficulties interpreting data impacted by trial disruptions, supply chain issues, staffing shortages, and disruptions to the operations of our service providers, any of which could have a material adverse effect on our business and clinical development plans.To the extent another pandemic or other public health outbreak adversely affects our business, operations and financial condition in the future, it may also have the effect of heightening many of the risks described in this â€œRisk Factorsâ€ section.Risks Related to the Discovery, Development, and Commercialization of Our Product CandidatesResearch and development of biopharmaceutical products is inherently risky.Â We are heavily dependent on the successful development of our BBB platform technology and the programs currently in our pipeline, which are in preclinical and clinical development stages. We cannot give any assurance that any of our product candidates will receive regulatory, including marketing, approval, which is necessary before they can be commercialized.We are at an early stage of development of many of the product candidates currently in our programs and are further developing our BBB platform technology. To date, we have invested substantially all of our efforts and financial resources to identify, acquire intellectual property for, and develop our BBB platform technology and our programs, including conducting preclinical studies and clinical trials, and providing general and administrative support for these operations. Our future success is dependent on our ability to successfully develop, obtain regulatory approval for, and then successfully commercialize our product candidates, and we may fail to do so for many reasons, including the following:Â â€¢our product candidates may not successfully complete preclinical studies or clinical trials;â€¢our drug delivery platform technology may not be clinically viable;â€¢a product candidate may on further study be shown to have harmful side effects or other characteristics that indicate it is unlikely to be effective or otherwise does not meet applicable regulatory criteria;â€¢our competitors may develop therapeutics that render our product candidates obsolete or less attractive;â€¢our competitors may develop platform technologies to deliver large molecule therapeutics across the BBB that render our platform technology obsolete or less attractive;â€¢the product candidates and BBB platform technology that we develop may not be sufficiently covered by intellectual property for which we hold exclusive rights;â€¢the product candidates and BBB platform technology that we develop may be covered by third partiesâ€™ patents or other intellectual property or exclusive rights;â€¢the market for a product candidate may change so that the continued development of that product candidate is no longer reasonable or commercially attractive;â€¢a product candidate may not be capable of being produced in commercial quantities at an acceptable cost, or at all;50Table of Contentsâ€¢if a product candidate obtains regulatory approval, we may be unable to establish sales and marketing capabilities, or successfully market such approved product candidate; andâ€¢a product candidate may not be accepted as safe and effective by patients, the medical community or third-party payors, if applicable.If any of these events occur, we may be forced to abandon our development efforts for a program or programs, which could have a material adverse effect on our business.We may not be successful in our efforts to further develop our BBB platform technology and current product candidates. We are not permitted to market or promote any of our product candidates before we receive regulatory approval from the FDA or comparable foreign regulatory authorities, and we may never receive such regulatory approval for any of our product candidates. Our product candidates are in the early stages of development and will require significant additional clinical development, management of preclinical, clinical, and manufacturing activities, regulatory approval, adequate manufacturing supply, a commercial organization, and significant marketing efforts before we generate any revenue from product sales, if at all.We have never completed a clinical development program. We have previously discontinued the development of certain molecules prior to completion of preclinical development because we did not believe they met our criteria for potential clinical success. Further, we cannot be certain that any of our product candidates will be successful in clinical trials. For instance, in August 2023, together with our collaboration partner Takeda, we discontinued development of TAK-920/DNL919 (ATV:TREM2) in Alzheimerâ€™s disease, based on data from the Phase 1 study and the rapidly evolving treatment landscape and shifted our efforts to exploring back-up molecules. We may in the future advance product candidates into clinical trials and terminate such trials prior to their completion.If any of our product candidates successfully complete clinical trials, we generally plan to seek regulatory approval to market our product candidates in the United States, the European Union ("EU"), and in additional foreign countries where we believe there is a viable commercial opportunity. We have never commenced, compiled, or submitted an application seeking regulatory approval to market any product candidate, and may never receive such regulatory approval even if a product candidate successfully completes clinical trials, which would adversely affect our viability. To obtain regulatory approval in countries outside the United States, we must comply with numerous and varying regulatory requirements of such other countries regarding safety, efficacy or potency, purity, chemistry, manufacturing and controls, clinical trials, commercial sales, pricing, and distribution of our product candidates. We may also rely on our collaborators or partners to conduct the required activities to support an application for regulatory approval, and to seek approval, for one or more of our product candidates. We cannot be sure that our collaborators or partners will conduct these activities or do so within the time frame we desire. Even if we (or our collaborators or partners) are successful in obtaining approval in one jurisdiction, we cannot ensure that we will obtain approval in any other jurisdictions. If we are unable to obtain approval for our product candidates in multiple jurisdictions, our revenue, business, financial condition, results of operations and growth prospects could be negatively affected.Even if we receive regulatory approval to market any of our product candidates, whether for the treatment of neurodegenerative and lysosomal storage diseases or other diseases, we cannot assure you that any such product candidate will be successfully commercialized, widely accepted in the marketplace or more effective than other commercially available alternatives.Investment in biopharmaceutical product development involves significant risk that any product candidate will fail to demonstrate adequate efficacy or potency, or an acceptable safety profile, gain regulatory approval, and become commercially viable. We cannot provide any assurance that we will be able to successfully advance any of our product candidates through the development process or, if approved, successfully commercialize any of our product candidates.51Table of ContentsWe may not be successful in our efforts to continue to create a pipeline of product candidates or to develop commercially successful products. If we fail to successfully identify and develop additional product candidates, our commercial opportunity may be limited.One of our strategies is to identify and pursue clinical development of additional product candidates. We currently have several programs in the research, discovery and preclinical stages of development. Identifying, developing, obtaining regulatory approval for, and commercializing additional product candidates for the treatment of neurodegenerative and lysosomal storage diseases will require substantial additional funding and is prone to the risks of failure inherent in drug development. We cannot provide you any assurance that we will be able to successfully identify or acquire additional product candidates, advance any of these additional product candidates through the development process, successfully commercialize any such additional product candidates, if approved, or assemble sufficient resources to identify, acquire, develop or, if approved, commercialize additional product candidates. If we are unable to successfully identify, acquire, develop, and commercialize additional product candidates, our commercial opportunity may be limited.We have concentrated a substantial portion of our research and development efforts on the treatment of neurodegenerative and lysosomal storage diseases, fields that have seen limited success in drug development. Further, our product candidates are based on new approaches and novel technology, which makes it difficult to predict the time and cost of product candidate development and subsequently obtaining regulatory approval.We have focused our research and development efforts on addressing neurodegenerative and lysosomal storage diseases. Collectively, efforts by biopharmaceutical companies in the fields of neurodegenerative and lysosomal storage diseases have seen limited success in drug development. There are few effective therapeutic options available for patients with neurodegenerative diseases, such as Alzheimerâ€™s disease, Parkinsonâ€™s disease, and ALS, and lysosomal storage diseases, such as Hunter syndrome and Sanfilippo syndrome. Our future success is highly dependent on the successful development of our BBB platform technology and our product candidates for treating neurodegenerative and lysosomal storage diseases. Developing and, if approved, commercializing our product candidates for treatment of neurodegenerative and lysosomal storage diseases subjects us to a number of challenges, including engineering product candidates to cross the BBB to enable optimal concentration of the therapeutic in the brain and obtaining regulatory approval from the FDA and other regulatory authorities who have only a limited set of precedents to rely on.Our approach to the treatment of neurodegenerative and lysosomal storage diseases aims to identify and select targets with a genetic link to neurodegenerative and lysosomal storage diseases, as applicable, identify and develop molecules that engage the intended target, identify and develop biomarkers, which are biological molecules found in blood, other bodily fluids or tissues that are signs of a normal or abnormal process or of a condition or disease, to select the right patient population and demonstrate target engagement, pathway engagement and impact on disease progression of our molecules, and engineer our molecules to cross the BBB and act directly in the brain. This strategy may not prove to be successful. We may not be able to discover, develop, and utilize biomarkers to demonstrate target engagement, pathway engagement, and the impact on disease progression of our molecules. We cannot be sure that our approach will yield satisfactory therapeutic products that are safe and effective, scalable, or profitable. Moreover, public perception of drug safety issues, including adoption of new therapeutics or novel approaches to treatment, may adversely influence the willingness of subjects to participate in clinical trials, or if approved, of physicians to subscribe to novel treatments.We may encounter substantial delays in our clinical trials, or may not be able to conduct or complete our clinical trials on the timelines we expect, if at all.52Table of ContentsClinical testing is expensive, time consuming, and subject to uncertainty. We cannot guarantee that any clinical trials will be conducted as planned or completed on schedule, if at all. We cannot be sure that submission of an investigational new drug application ("IND"), or a clinical trial application ("CTA"), will result in the FDA or EMA, as applicable, allowing clinical trials to begin in a timely manner, if at all. Moreover, even if these trials begin, issues may arise that could suspend or terminate such clinical trials. A failure of one or more clinical trials can occur at any stage of testing, and our future clinical trials may not be successful. Events that may prevent successful or timely initiation or completion of clinical trials include:Â â€¢inability to generate sufficient preclinical, toxicology, or otherÂ in vivoÂ orÂ in vitroÂ data to support the initiation or continuation of clinical trials;â€¢delays in confirming target engagement, patient selection, or other relevant biomarkers to be utilized in preclinical and clinical product candidate development;â€¢delays in reaching a consensus with regulatory agencies on trial design;â€¢delays in reaching agreement on acceptable terms with prospective CROs and clinical trial sites, the terms of which can be subject to extensive negotiation and may vary significantly among different CROs and clinical trial sites;â€¢delays in identifying, recruiting, and training suitable clinical investigators;â€¢delays in obtaining required Institutional Review Board ("IRB") approval at each clinical trial site;â€¢imposition of a temporary or permanent clinical hold by regulatory agencies for a number of reasons, including after review of an IND or amendment, CTA or amendment, or equivalent application or amendment; as a result of a new safety finding that presents unreasonable risk to clinical trial participants; a negative finding from an inspection of our clinical trial operations or trial sites; developments on trials conducted by competitors for related technology that raises FDA or EMA concerns about risk to patients of the technology broadly; or if the FDA or EMA finds that the investigational protocol or plan is clearly deficient to meet its stated objectives;â€¢delays in identifying, recruiting, and enrolling suitable patients to participate in our clinical trials, and delays caused by patients withdrawing from clinical trials or failing to return for post-treatment follow-up;â€¢difficulty collaborating with patient groups and investigators;â€¢failure by our CROs, other third parties, or us to adhere to clinical trial requirements;â€¢failure to perform in accordance with the FDAâ€™s or any other regulatory authorityâ€™s current good clinical practices ("cGCPs") requirements, or other regulatory guidelines in other countries;â€¢occurrence of adverse events associated with the product candidate that are viewed to outweigh its potential benefits;â€¢changes in regulatory requirements and guidance that require amending or submitting new clinical protocols;â€¢changes in the approval policies or regulations of the FDA or other regulatory authorities;â€¢changes in the standard of care on which a clinical development plan was based, which may require new or additional trials;53Table of Contentsâ€¢the cost of clinical trials of our product candidates being greater than we anticipate;â€¢clinical trials of our product candidates producing negative or inconclusive results, which may result in us or our collaborators deciding, or regulators requiring us, to conduct additional clinical trials or abandon product development programs;â€¢transfer of manufacturing processes from our academic collaborators to larger-scale facilities operated by a CDMO or by us, and delays or failure by our CDMOs or us to make any necessary changes to such manufacturing process;â€¢delays in manufacturing, testing, releasing, validating, or importing/exporting sufficient stable quantities of our product candidates for use in clinical trials or the inability to do any of the foregoing; andâ€¢delays associated with a pandemic or other public health emergency.Any inability to successfully initiate or complete clinical trials could result in additional costs to us or impair our ability to generate revenue. In addition, if we make manufacturing or formulation changes to our product candidates, we or our collaborators may be required to or elect to conduct additional studies to bridge our modified product candidates to earlier versions. Clinical trial delays could also shorten any periods during which our products have patent protection and may allow our competitors to bring products to market before we do, which could impair our ability to successfully commercialize our product candidates and may harm our business and results of operations.We could also encounter delays if a clinical trial is suspended or terminated by us or our collaborators, by the data safety monitoring board for such trial, or by any regulatory authority, or if the IRBs of the institutions in which such trials are being conducted suspend or terminate the participation of their clinical investigators and sites subject to their review. Such authorities may suspend or terminate a clinical trial due to a number of factors, including failure to conduct the clinical trial in accordance with regulatory requirements or our clinical protocols, inspection of the clinical trial operations or trial site by the FDA, EMA or other regulatory authorities resulting in the imposition of a clinical hold, unforeseen safety issues or adverse side effects, failure to demonstrate a benefit from using a product candidate, changes in governmental regulations or administrative actions, or lack of adequate funding to continue the clinical trial.For example, in January 2022, we announced that the TAK-920/DNL919 (ATV:TREM2) IND application had been placed on clinical hold by the FDA. In August 2023 we announced that, in agreement with Takeda, we would discontinue clinical development of TAK-920/DNL919 in Alzheimerâ€™s disease. We cannot assure you that we will ever resume the clinical program for TAK-920/DNL919, nor can we assure you that our other product candidates will not be subject to new, partial or full clinical holds in the future, which may impact development plans.We or our collaborators may in the future advance product candidates into clinical trials and terminate such trials prior to their completion, which could adversely affect our business. Further, after the commencement of clinical trials, we or our collaborators may discontinue advancement of lead molecules, such as the TAK-920/DNL919 program, or pause the advancement of lead molecules in favor of a backup molecule with a superior safety or efficacy profile, such as we did in our RIPK1 program, switching our focus from DNL747 to SAR443820/DNL788.Delays in the completion of any clinical trial of our product candidates will increase our costs, slow down our product candidate development and approval process and delay or potentially jeopardize our ability to commence product sales and generate revenue. In addition, many of the factors that cause, or lead to, a delay in the commencement or completion of clinical trials may also ultimately lead to the denial of regulatory approval of our product candidates.54Table of ContentsWe may encounter difficulties enrolling and/or retaining patients in our clinical trials, and our clinical development activities could thereby be delayed or otherwise adversely affected.The timely completion of clinical trials in accordance with their protocols depends, among other things, on our ability to enroll a sufficient number of patients who remain in the trial until its conclusion. We may experience difficulties in patient enrollment and retention in our clinical trials for a variety of reasons, including:Â â€¢public health crises, such as the COVID-19 pandemic;â€¢the size and nature of the patient population;â€¢the patient eligibility criteria defined in the protocol, including biomarker-driven identification and/or certain highly-specific criteria related to stage of disease progression, which may limit the patient populations eligible for our clinical trials to a greater extent than competing clinical trials for the same indication that do not have biomarker-driven patient eligibility criteria;â€¢the size of the study population required for analysis of the trialâ€™s primary endpoints;â€¢the proximity of patients to a trial site;â€¢the design of the trial;â€¢our ability to recruit clinical trial investigators with the appropriate competencies and experience;â€¢competing clinical trials for similar therapies or targeting patient populations meeting our patient eligibility criteria;â€¢cliniciansâ€™ and patientsâ€™ perceptions as to the potential advantages and side effects of the product candidate being studied in relation to other available therapies and product candidates;â€¢our ability to obtain and maintain patient consents; andâ€¢the risk that patients enrolled in clinical trials will not complete such trials, for any reason, including the risk of higher drop-out rates if participants become infected with the COVID-19 virus or other infectious diseases that impact their participation in our trials.Our inability to enroll and retain a sufficient number of patients for our clinical trials would result in significant delays or may require us to abandon one or more clinical trials altogether. Enrollment delays in our clinical trials may result in increased development costs for our product candidates and jeopardize our ability to obtain marketing approval for the sale of our product candidates. Furthermore, even if we are able to enroll a sufficient number of patients for our clinical trials, we may have difficulty maintaining participation in our clinical trials through the treatment and any follow-up periods, which could delay or negatively impact the anticipated readouts from our clinical trials, delay our regulatory submissions, and increase the costs of the clinical trials.Our clinical trials may reveal significant adverse events, toxicities, or other side effects and may fail to demonstrate substantial evidence of the safety and efficacy or potency of our product candidates, which would prevent, delay, or limit the scope of regulatory approval and commercialization.55Table of ContentsBefore obtaining regulatory approvals for the commercial sale of any of our product candidates, we must demonstrate through lengthy, complex, and expensive preclinical studies and clinical trials that our product candidates are both safe and effective for use in each target indication. For those product candidates that are subject to regulation as biological drug products, we will need to demonstrate that they are safe, pure, and potent for use in their target indications. Each product candidate must demonstrate an adequate risk versus benefit profile in its intended patient population and for its intended use.Clinical testing is expensive and can take many years to complete, and its outcome is inherently uncertain. Failure can occur at any time during the clinical trial process. The results of preclinical studies of our product candidates may not be predictive of the results of early-stage or later-stage clinical trials, and results of early clinical trials of our product candidates may not be predictive of the results of later-stage clinical trials. The results of clinical trials in one set of patients or disease indications may not be predictive of those obtained in another. In some instances, there can be significant variability in safety or efficacy or potency results between different clinical trials of the same product candidate due to numerous factors, including changes in trial procedures set forth in protocols, differences in the size and type of the patient populations, changes in and adherence to the dosing regimen and other clinical trial protocols and the rate of dropout among clinical trial participants. Open-label extension studies may also extend the timing and increase the cost of clinical development substantially. Product candidates in later stages of clinical trials may fail to show the desired safety and efficacy or potency profile despite having progressed through preclinical studies and initial clinical trials. A number of companies in the biopharmaceutical industry have suffered significant setbacks in advanced clinical trials due to lack of efficacy or potency or unacceptable safety issues, notwithstanding promising results in earlier trials. This is particularly true in neurodegenerative diseases and lysosomal storage diseases, where failure rates historically have been higher than in many other disease areas. Most product candidates that begin clinical trials are never approved by regulatory authorities for commercialization.We cannot be certain that our current clinical trials or any other future clinical trials will be successful. Additionally, any safety concerns observed in any one of our clinical trials in our targeted indications could limit the prospects for regulatory approval of our product candidates in those and other indications, which could have a material adverse effect on our business, financial condition, results of operations and growth prospects.Even if such clinical trials are successfully completed, we cannot guarantee that the FDA will approve the product candidates for the proposed indications, and more trials could be required before we submit our product candidates for approval. To the extent that the results of the trials are not satisfactory to the FDA or foreign regulatory authorities for support of a marketing application, we may be required to expend significant resources, which may not be available to us, or to conduct additional trials in support of potential approval of our product candidates. Even if regulatory approval is secured for any of our product candidates, the terms of such approval, such as requiring us to narrow our indications to a smaller subset, may also limit its commercial potential.56Table of ContentsInterim, topline, and preliminary data from our clinical trials that we announce or publish from time to time may change as more patient data become available, and are subject to audit and verification procedures that could result in material changes in the final data.From time to time, we may publicly disclose preliminary, interim, or topline data from our nonclinical studies and clinical trials, which are based on a preliminary analysis of then-available data, and the results and related findings and conclusions are subject to change following a more comprehensive review of the data related to the particular study or trial. We also make assumptions, estimations, calculations, and conclusions as part of our analyses of data, and we may not have received or had the opportunity to fully and carefully evaluate all data. As a result, the topline results that we report may differ from future results of the same studies, or different conclusions or considerations may qualify such results, once additional data have been received and fully evaluated. Topline data also remain subject to audit and verification procedures that may result in the final data being materially different from the preliminary data we previously published. As a result, preliminary, interim, or topline data should be viewed with caution until the final data are available. In addition, we may report interim analyses of only certain endpoints rather than all endpoints. Adverse changes between interim data and final data could significantly harm our business and prospects. Further, additional disclosure of interim data by us or by our competitors in the future could result in volatility in the price of our common stock.Further, others, including our collaborators or regulatory agencies, may not accept or agree with our assumptions, estimates, calculations, conclusions, or analyses or may interpret or weigh the importance of data differently, which could impact the value of the particular program, the approval or commercialization of the particular product candidate and our company in general. In addition, the information we choose to publicly disclose regarding a particular study or clinical trial is typically selected from a more extensive amount of available information. You or others may not agree with what we determine is the material or otherwise appropriate information to include in our disclosure, and any information we determine not to disclose may ultimately be deemed significant with respect to future decisions, conclusions, views, activities or otherwise regarding a particular product candidate or our business. If the preliminary or topline data that we report differ from late, final, or actual results, or if others, including our collaborators or regulatory authorities, disagree with the conclusions reached, our ability to obtain approval for, and commercialize our product candidates may be harmed.We face significant competition in an environment of rapid technological and scientific change, and our operating results may suffer if we fail to compete effectively.The development and commercialization of new drug products is highly competitive. Moreover, the neurodegenerative and lysosomal storage fields are characterized by strong and increasing competition. Our potential competitors include pharmaceutical companies, biotechnology companies, academic institutions, government agencies, and other public and private research organizations that conduct research. Our competitors, either alone or with collaborative partners, may succeed in developing, acquiring, or licensing on an exclusive basis drug or biologic products that are more effective, safer, more easily commercialized, or less costly than our product candidates or may develop proprietary technologies or secure patent protection that we may need for the development of our technologies and products.A number of large pharmaceutical and biotechnology companies are developing products for the treatment of the neurodegenerative and lysosomal storage disease indications for which we have research programs, including Alzheimerâ€™s disease, Parkinsonâ€™s disease, Hunter syndrome, and ALS. Companies that we are aware are developing therapeutics in the neurodegenerative and lysosomal storage disease areas include companies with significant financial resources. In addition to competition from other companies targeting neurodegenerative indications, any products we may develop may also face competition from other types of therapies, such as gene-editing therapies.57Table of ContentsMany of our current or potential competitors have significantly greater financial resources and expertise in research and development, manufacturing, preclinical testing, conducting clinical trials, obtaining regulatory approvals, and marketing approved products than we do. Mergers and acquisitions may result in even more resources being concentrated among a smaller number of our competitors. Smaller or early-stage companies may also prove to be significant competitors, particularly through collaborative arrangements with large and established companies. Our competitors also compete with us in recruiting and retaining qualified scientific and management personnel and establishing clinical trial sites and patient registration for clinical trials, as well as in acquiring technologies complementary to, or necessary for, our programs. Our commercial opportunity could be reduced or eliminated if our competitors develop and commercialize products that are safer, more effective, have fewer or less severe side effects, are more convenient, or are less expensive than any products that we may develop. Furthermore, currently approved products could be discovered to have application for treatment of neurodegenerative or lysosomal storage disease indications, which could give such products significant regulatory and market timing advantages over any of our product candidates. Our competitors also may obtain regulatory approval for their products more rapidly than we do, and may obtain orphan product exclusivity for indications our product candidates are targeting, which could result in our competitors establishing a strong market position before we are able to enter the market. Additionally, products or technologies developed by our competitors may render our potential product candidates uneconomical or obsolete, and we may not be successful in marketing any product candidates we may develop against competitors.The manufacture of our product candidates, particularly those that utilize our BBB platform technology, is complex and we may encounter difficulties in production. We may fail to successfully manufacture our product candidates, operate our own manufacturing facility, or obtain regulatory approval to utilize or commercialize from our manufacturing facility, which could adversely affect our clinical trials and the commercial viability of our product candidates.The processes involved in manufacturing our drug and biological product candidates, particularly those that utilize our BBB platform technology, are complex, expensive, highly regulated and subject to multiple risks. Additionally, the manufacture of biologics involves complex processes, including developing cells or cell systems to produce the biologic, growing large quantities of such cells, and harvesting and purifying the biologic produced by them. As a result, the cost to manufacture a biologic is generally far higher than traditional small molecule chemical compounds, and the biologics manufacturing process is less reliable and is difficult to reproduce. Manufacturing biologics is highly susceptible to product loss due to contamination, equipment failure, improper installation or operation of equipment, vendor or operator error, inconsistency in yields, variability in product characteristics, and difficulties in scaling the production process. Even minor deviations from normal manufacturing processes could result in reduced production yields, product defects, and other supply disruptions. Further, as product candidates are developed through preclinical studies to late-stage clinical trials towards approval and commercialization, it is common that various aspects of the development program, such as manufacturing methods, are altered along the way in an effort to optimize processes and results. Such changes carry the risk that they will not achieve these intended objectives, and any of these changes could cause our product candidates to perform differently and affect the results of planned clinical trials or other future clinical trials.58Table of ContentsIn order to conduct clinical trials of our product candidates, or supply commercial products, if approved, we will need to manufacture them in small and large quantities. Our manufacturing partners may be unable to successfully increase the manufacturing capacity for any of our product candidates in a timely or cost-effective manner, or at all. In addition, quality issues may arise during scale-up activities. If our manufacturing partners are unable to successfully scale up the manufacture of our product candidates in sufficient quality and quantity, the development, testing, and clinical trials of that product candidate may be delayed or become infeasible, and regulatory approval or commercial launch of any resulting product may be delayed or not obtained, which could significantly harm our business. The same risks would apply to our internal manufacturing facilities and capabilities, which we are actively building in Salt Lake City, Utah. Under a lease for approximately 60,000 rentable square feet of laboratory, office, and warehouse premises, we have initiated the build-out of our Utah site to expand our clinical manufacturing capabilities for biologic therapeutics including the manufacture of materials for toxicology studies and drug substance for early human clinical studies. In addition, building internal manufacturing capacity carries significant risks in terms of being able to plan, design, and execute on a complex project to build manufacturing facilities in a timely and cost-efficient manner. To date, we have experienced delays with the manufacturing site build-out, and there can be no assurance that our current and future efforts to scale our internal manufacturing capabilities will succeed.In addition, the manufacturing process, including any material modifications in the manufacturing process for any products that we may develop, is subject to regulatory authority approval processes and continuous oversight, and we will need to contract with manufacturers who can meet all applicable regulatory authority requirements, including complying with current good manufacturing practices ("cGMPs"), on an ongoing basis. If we or our third-party manufacturers are unable to reliably produce products to specifications acceptable to regulatory authorities, we may not obtain or maintain the approvals we need to commercialize such products. Even if we obtain regulatory approval for any of our product candidates, there is no assurance that either we or our CDMOs will be able to manufacture the approved product to specifications acceptable to the regulatory authorities, to produce it in sufficient quantities to meet the requirements for the potential launch of the product, or to meet potential future demand. Any of these challenges could delay completion of clinical trials, require bridging clinical trials or the repetition of one or more clinical trials, increase clinical trial costs, delay approval of our product candidate, impair commercialization efforts, increase our cost of goods, and have an adverse effect on our business, financial condition, results of operations and growth prospects.If, in the future, we are unable to establish sales and marketing capabilities or enter into agreements with third parties to sell and market any product candidates we may develop, we may not be successful in commercializing those product candidates if and when they are approved.We do not have a sales or marketing infrastructure and have no experience in the sale, marketing, or distribution of pharmaceutical products. To achieve commercial success for any approved product for which we retain sales and marketing responsibilities, we must either develop a sales and marketing organization or outsource these functions to third parties. In the future, we may choose to build a focused sales, marketing, and commercial support infrastructure to sell, or participate in sales activities with our collaborators for, some of our product candidates if and when they are approved.There are risks involved with both establishing our own commercial capabilities and entering into arrangements with third parties to perform these services. For example, recruiting and training a sales force or reimbursement specialists is expensive and time consuming and could delay any product launch. If the commercial launch of a product candidate for which we recruit a sales force and establish marketing and other commercialization capabilities is delayed or does not occur for any reason, we would have prematurely or unnecessarily incurred these commercialization expenses. This may be costly, and our investment would be lost if we cannot retain or reposition our commercialization personnel.Factors that may inhibit our efforts to commercialize any approved product on our own include:Â â€¢our inability to recruit and retain adequate numbers of effective sales, marketing, reimbursement, customer service, medical affairs, and other support personnel;59Table of Contentsâ€¢the inability of sales personnel to obtain access to physicians or persuade adequate numbers of physicians to prescribe any future approved products;â€¢the inability of reimbursement professionals to negotiate arrangements for formulary access, reimbursement, and other acceptance by payors;â€¢the inability to price our products at a sufficient price point to ensure an adequate and attractive level of profitability;â€¢restricted or closed distribution channels that make it difficult to distribute our products to segments of the patient population;â€¢the lack of complementary products to be offered by sales personnel, which may put us at a competitive disadvantage relative to companies with more extensive product lines; andâ€¢unforeseen costs and expenses associated with creating an independent commercialization organization.If we enter into arrangements with third parties to perform sales, marketing, commercial support, and distribution services, our product revenue or the profitability of product revenue may be lower than if we were to market and sell any products we may develop ourselves. In addition, we may not be successful in entering into arrangements with third parties to commercialize our product candidates or may be unable to do so on terms that are favorable to us. We may have little control over such third parties, and any of them may fail to devote the necessary resources and attention to sell and market our products effectively. If we do not establish commercialization capabilities successfully, either on our own or in collaboration with third parties, we will not be successful in commercializing our product candidates if approved.Even if any product candidates we develop receive marketing approval, they may fail to achieve the degree of market acceptance by physicians, patients, healthcare payors, and others in the medical community necessary for commercial success.The commercial success of any of our product candidates will depend upon its degree of market acceptance by physicians, patients, third-party payors, and others in the medical community. Even if any product candidates we may develop receive marketing approval, they may nonetheless fail to gain sufficient market acceptance by physicians, patients, healthcare payors, and others in the medical community. The degree of market acceptance of any product candidates we may develop, if approved for commercial sale, will depend on a number of factors, including:Â â€¢the efficacy or potency and safety of such product candidates as demonstrated in pivotal clinical trials and published in peer-reviewed journals;â€¢the potential and perceived advantages compared to alternative treatments;â€¢the ability to offer our products for sale at competitive prices;â€¢the ability to offer appropriate patient access programs, such as co-pay assistance;â€¢the extent to which physicians recommend our products to their patients;â€¢convenience and ease of dosing and administration compared to alternative treatments;â€¢the clinical indications for which the product candidate is approved by FDA, EMA or other regulatory agencies;60Table of Contentsâ€¢product labeling or product insert requirements of the FDA, EMA or other comparable foreign regulatory authorities, including any limitations, contraindications or warnings contained in a productâ€™s approved labeling;â€¢restrictions on how the product is distributed;â€¢the timing of market introduction of competitive products;â€¢publicity concerning our products or competing products and treatments;â€¢the strength of marketing and distribution support;â€¢sufficient third-party coverage or reimbursement; andâ€¢the prevalence and severity of any side effects.If any product candidates we develop do not achieve an adequate level of acceptance, we may not generate significant product revenue, and we may not become profitable.Even if we are able to commercialize any product candidates, such products may become subject to unfavorable pricing regulations, third-party reimbursement practices, or healthcare reform initiatives, which would harm our business.The regulations that govern marketing approvals, pricing, and reimbursement for new drugs vary widely from country to country. In the United States, legislation may significantly change the approval requirements in ways that could involve additional costs and cause delays in obtaining approvals. Some countries require approval of the sale price of a drug before it can be marketed. In many countries, the pricing review period begins after marketing or product licensing approval is granted. In some foreign markets, prescription pharmaceutical pricing remains subject to continuing governmental control even after initial approval is granted. As a result, we might obtain marketing approval for a product in a particular country, but then be subject to price regulations that delay our commercial launch of the product, possibly for lengthy time periods, and negatively impact the revenue we are able to generate from the sale of the product in that country. Adverse pricing limitations may hinder our ability to recoup our investment in one or more product candidates, even if any product candidates we may develop obtain marketing approval.61Table of ContentsOur ability to successfully commercialize any products that we may develop also will depend in part on the extent to which reimbursement for these products and related treatments will be available from government health administration authorities, private health insurers, and other organizations. Government authorities and third-party payors, such as private health insurers and health maintenance organizations, decide which medications they will pay for and establish reimbursement levels. A primary trend in the U.S. healthcare industry and elsewhere is cost containment. Government authorities and third-party payors have attempted to control costs by limiting coverage and the amount of reimbursement for particular medications. Government authorities currently impose mandatory discounts for certain patient groups, such as Medicare, Medicaid and Veterans Affairs ("VA"), hospitals, and may seek to increase such discounts at any time. Future regulation may negatively impact the price of our products, if approved. Increasingly, third-party payors are requiring that drug companies provide them with predetermined discounts from list prices and are challenging the prices charged for medical products. We cannot be sure that reimbursement will be available for any product candidate that we commercialize and, if reimbursement is available, the level of reimbursement. Reimbursement may impact the demand for, or the price of, any product candidate for which we obtain marketing approval. In order to get reimbursement, physicians may need to show that patients have superior treatment outcomes with our products compared to standard of care drugs, including lower-priced generic versions of standard of care drugs. If reimbursement is not available or is available only to limited levels, we may not be able to successfully commercialize any product candidate for which we obtain marketing approval. In the United States, no uniform policy of coverage and reimbursement for products exists among third-party payors and coverage and reimbursement levels for products can differ significantly from payor to payor. As a result, the coverage determination process is often a time consuming and costly process that may require us to provide scientific and clinical support for the use of our products to each payor separately, with no assurance that coverage and adequate reimbursement will be applied consistently or obtained in the first instance.There may be significant delays in obtaining reimbursement for newly approved drugs, and coverage may be more limited than the purposes for which the medicine is approved by regulatory authorities. Moreover, eligibility for reimbursement does not imply that any drug will be paid for in all cases or at a rate that covers our costs, including research, development, manufacture, sale, and distribution. Interim reimbursement levels for new drugs, if applicable, may also not be sufficient to cover our costs and may not be made permanent. Reimbursement rates may vary according to the use of the drug and the clinical setting in which it is used, may be based on reimbursement levels already set for lower cost drugs and may be incorporated into existing payments for other services. Net prices for drugs may be reduced by mandatory discounts or rebates required by government healthcare programs or private payors and by any future relaxation of laws that presently restrict imports of drugs from countries where they may be sold at lower prices than in the United States. Third-party payors often rely upon Medicare coverage policy and payment limitations in setting their own reimbursement policies. Our inability to promptly obtain coverage and profitable payment rates from both government-funded and private payors for any approved products we may develop could have a material adverse effect on our operating results, our ability to raise capital needed to commercialize product candidates, and our overall financial condition.If any of our small molecule product candidates obtain regulatory approval, additional competitors could enter the market with generic versions of such drugs, which may result in a material decline in sales of affected products.62Table of ContentsUnder the Drug Price Competition and Patent Term Restoration Act of 1984 (the "Hatch-Waxman Act"), a pharmaceutical manufacturer may file an abbreviated new drug application ("ANDA") seeking approval of a generic copy of an approved, small molecule innovator product. Under the Hatch-Waxman Act, a manufacturer may also submit a new drug application ("NDA") under sectionÂ 505(b)(2) that references the FDAâ€™s prior approval of the small molecule innovator product. A 505(b)(2) NDA product may be for a new or improved version of the original innovator product. The Hatch-Waxman Act also provides for certain periods of regulatory exclusivity, which preclude FDA approval (or in some circumstances, FDA filing and reviewing) of an ANDA or 505(b)(2) NDA. These include, subject to certain exceptions, the period during which an FDA-approved drug is subject to orphan drug exclusivity. In addition to the benefits of regulatory exclusivity, an innovator NDA holder may have patents claiming the active ingredient, product formulation or an approved use of the drug, which would be listed with the product in the FDA publication, â€œApproved Drug Products with Therapeutic Equivalence Evaluations,â€ known as the â€œOrange Book.â€ If there are patents listed in the Orange Book, a generic or 505(b)(2) applicant that seeks to market its product before expiration of the patents must include in the ANDA a â€œParagraph IV certification,â€ challenging the validity or enforceability of, or claiming non-infringement of, the listed patent or patents. Notice of the certification must be given to the innovator, too, and if within 45 days of receiving notice the innovator sues to protect its patents, approval of the ANDA is stayed for 30 months, or as lengthened or shortened by the court.Accordingly, if any of our small molecule product candidates are approved, competitors could file ANDAs for generic versions of our small molecule drug products or 505(b)(2) NDAs that reference our small molecule drug products, respectively. If there are patents listed for our small molecule drug products in the Orange Book, those ANDAs and 505(b)(2) NDAs would be required to include a certification as to each listed patent indicating whether the ANDA applicant does or does not intend to challenge the patent. We cannot predict which, if any, patents in our current portfolio or patents we may obtain in the future will be eligible for listing in the Orange Book, how any generic competitor would address such patents, whether we would sue on any such patents, or the outcome of any such suit.We may not be successful in securing or maintaining proprietary patent protection for products and technologies we develop or license. Moreover, if any of our owned or in-licensed patents that are listed in the Orange Book are successfully challenged by way of a Paragraph IV certification and subsequent litigation, the affected product could immediately face generic competition and its sales would likely decline rapidly and materially. Should sales decline, we may have to write off a portion or all of the intangible assets associated with the affected product and our results of operations and cash flows could be materially and adversely affected. See â€œRisks Related to Our Intellectual Property.â€Our biologic, or large molecule, product candidates for which we intend to seek approval may face competition sooner than anticipated.Even if we are successful in achieving regulatory approval to commercialize a product candidate faster than our competitors, our large molecule product candidates may face competition from biosimilar products. In the United States, our large molecule product candidates are regulated by the FDA as biologic products and we intend to seek approval for these product candidates pursuant to the biologics license application ("BLA"), pathway. The Biologics Price Competition and Innovation Act of 2009 (the "BPCIA"), created an abbreviated pathway for the approval of biosimilar and interchangeable biologic products. The abbreviated regulatory pathway establishes legal authority for the FDA to review and approve biosimilar biologics, including the possible designation of a biosimilar as â€œinterchangeableâ€ based on its similarity to an existing brand product. Under the BPCIA, an application for a biosimilar product cannot be approved by the FDA until 12 years after the original branded product was approved under a BLA. The law is complex and is still being interpreted and implemented by the FDA. As a result, its ultimate impact, implementation, and meaning are subject to uncertainty. While it is uncertain when such processes intended to implement BPCIA may be fully adopted by the FDA, any such processes could have a material adverse effect on the future commercial prospects for our large molecule product candidates.63Table of ContentsWe believe that any of our large molecule product candidates approved as a biologic product under a BLA should qualify for the 12-year period of exclusivity. However, there is a risk that this exclusivity could be shortened due to congressional action or otherwise, or that the FDA will not consider our product candidates to be reference products for competing products, potentially creating the opportunity for generic competition sooner than anticipated. Moreover, the extent to which a biosimilar product, once approved, will be substituted for any one of our reference products in a way that is similar to traditional generic substitution for non-biologic products is not yet clear, and will depend on a number of marketplace and regulatory factors that are still developing. In addition, a competitor could decide to forego the biosimilar approval path and submit a full BLA after completing its own preclinical studies and clinical trials. In such cases, any exclusivity to which we may be eligible under the BPCIA would not prevent the competitor from marketing its product as soon as it is approved.In Europe, if competitors are able to obtain marketing approval for biosimilars referencing our large molecule product candidates, such products may become subject to competition from such biosimilars, with the attendant competitive pressure and potential adverse consequences. Such competitive products may be able to immediately compete with us in each indication for which our product candidates may have received approval.If product liability lawsuits are brought against us, we may incur substantial liabilities and may be required to limit commercialization of our product candidates.We face an inherent risk of product liability as a result of the clinical testing of our product candidates and will face an even greater risk when and if we commercialize any products. For example, we may be sued if our product candidates cause or are perceived to cause injury or are found to be otherwise unsuitable during clinical testing, manufacturing, marketing or sale. Any such product liability claims may include allegations of defects in manufacturing, defects in design, a failure to warn of dangers inherent in the product, negligence, strict liability or a breach of warranties. Claims could also be asserted under state consumer protection acts. If we cannot successfully defend ourselves against product liability claims, we may incur substantial liabilities or be required to limit testing and commercialization of our product candidates. Even successful defense would require significant costs to defend litigation and a diversion of management's time and resources. Regardless of the merits or eventual outcome, liability claims may result in a decreased or interrupted demand for our products, injury to our reputation, withdrawal of clinical trial participants and inability to continue clinical trials, and initiation of investigation by regulators. Any successful liability claims could result in substantial monetary awards to trial participants or patients; product recalls, withdrawals, or labeling, marketing or promotional restrictions; loss of revenue; exhaustion of any available insurance and our capital resources; the inability to commercialize any product candidate; and a decline in our share price.Our inability to obtain sufficient product liability insurance at an acceptable cost to protect against potential product liability claims could prevent or inhibit the commercialization of products we develop, alone or with collaborators. Our insurance policies may have various exclusions, and we may be subject to a product liability claim for which we have no coverage. We may have to pay any amounts awarded by a court or negotiated in a settlement that exceed our coverage limitations or that are not covered by our insurance, and we may not have, or be able to obtain, sufficient capital to pay such amounts. Even if our agreements with any future corporate collaborators entitle us to indemnification against losses, such indemnification may not be available or adequate should any claim arise.64Table of ContentsRisks Related to Regulatory Approval and Other Legal Compliance MattersThe regulatory approval processes of the FDA, EMA, and comparable foreign regulatory authorities are lengthy, time consuming, and inherently unpredictable. If we are ultimately unable to obtain regulatory approval for our product candidates, we will be unable to generate product revenue and our business will be substantially harmed.The time required to obtain approval by the FDA, EMA, and comparable foreign regulatory authorities is unpredictable, typically takes many years following the commencement of clinical trials, and depends upon numerous factors, including the type, complexity and novelty of the product candidates involved. In addition, approval policies, regulations, or the type and amount of clinical data necessary to gain approval may change during the course of a product candidateâ€™s clinical development and may vary among jurisdictions, which may cause delays in the approval or the decision not to approve an application. Recently, the U.S. Supreme Court overruled the Chevron doctrine, which gives deference to regulatory agencies' statutory interpretations in litigation against federal government agencies, such as the FDA, where the law is ambiguous. This landmark Supreme Court decision may invite more companies and other stakeholders to bring lawsuits against the FDA to challenge longstanding decisions and policies of the FDA, including the FDA's statutory interpretations of market exclusivities and the "substantial evidence" requirements for drug approvals, which could undermine the FDA's authority, lead to uncertainties in the industry, and disrupt the FDA's normal operations, any of which could delay the FDA's review of our regulatory submissions. We cannot predict the full impact of this decision, future judicial challenges brought against the FDA, or the nature or extent of government regulation that may arise from future legislation or administrative action.Regulatory authorities have substantial discretion in the approval process and may refuse to accept any application or may decide that our data are insufficient for approval and require additional preclinical, clinical or other studies. Moreover, regulatory authorities may fail to approve companion diagnostics that we contemplate using with our therapeutic product candidates. We have not submitted for, or obtained regulatory approval for any product candidate, and it is possible that none of our existing product candidates or any product candidates we may seek to develop in the future will ever obtain regulatory approval.Applications for our product candidates could fail to receive regulatory approval in an initial or subsequent indication for many reasons, including but not limited to the following:Â â€¢regulatory authorities may disagree with the design, implementation, or results of our clinical trials;â€¢regulatory authorities may determine that our product candidates are not safe and effective, only moderately effective, or have undesirable or unintended side effects, toxicities, or other characteristics that preclude our obtaining marketing approval or prevent or limit commercial use;â€¢the population studied in the clinical program may not be sufficiently broad or representative to assure efficacy or potency and safety in the full population for which we seek approval;â€¢we may be unable to demonstrate to the regulatory authorities that a product candidateâ€™s risk-benefit ratio when compared to the standard of care is acceptable;â€¢regulatory authorities may disagree with our interpretation of data from preclinical studies or clinical trials;â€¢the data collected from clinical trials of our product candidates may not be sufficient to support the submission of an NDA, BLA, or other submission or to obtain regulatory approval in the United States or elsewhere;65Table of Contentsâ€¢we may be unable to demonstrate to the regulatory authorities that a product candidateâ€™s risk-benefit ratio for its proposed indication is acceptable;â€¢regulatory authorities may fail to approve the manufacturing processes, test procedures and specifications, or facilities of third-party manufacturers with which we contract for clinical and commercial supplies; andâ€¢the approval policies or regulations of the regulatory authorities may significantly change in a manner rendering our clinical data insufficient for approval.This lengthy approval process, as well as the unpredictability of the results of clinical trials, may result in our failing to obtain regulatory approval to market any of our product candidates, which would significantly harm our business, results of operations, and prospects.Our product candidates may cause undesirable side effects or have other properties that could halt their clinical development, prevent their regulatory approval, limit their commercial potential, or result in significant negative consequences.Adverse events or other undesirable side effects caused by our product candidates could cause us, our collaborators, or regulatory authorities to interrupt, delay, or halt clinical trials and could result in a more restrictive label or the delay or denial of regulatory approval by the FDA, EMA, or other comparable foreign regulatory authorities.Our most advanced product candidates, BIIB122/DNL151, DNL310, eclitasertib (SAR443122/DNL758), DNL343, TAK-594/DNL593, and DNL126 are currently our only clinical stage product candidates. Adverse events and other side effects may result from higher dosing, repeated dosing, and/or longer-term exposure to our product candidates and could lead to delays and/or termination of the development of these product candidates. For example, in August 2023, together with our collaboration partner Takeda, we made the strategic decision to discontinue clinical development of TAK-920/DNL919 in Alzheimer's disease following a clinical hold by the FDA.In 2020, we paused clinical studies with DNL747 in our RIPK1 program. Chronic toxicity studies with DNL747 in cynomolgus monkeys showed dose- and duration-dependent adverse preclinical findings at exposures higher than those tested in the clinic. These findings, which are considered off-target and molecule-specific, may impact the ability to increase the dose of DNL747 and achieve higher levels of target inhibition without time consuming additional clinical safety studies in patients to evaluate the long-term safety and tolerability.Drug-related side effects could affect patient recruitment, the ability of enrolled patients to complete the trial, and/or result in potential product liability claims. We are required to maintain product liability insurance pursuant to certain of our license agreements. We may not be able to maintain insurance coverage at a reasonable cost or in sufficient amounts to protect us against losses due to liability. A successful product liability claim or series of claims brought against us could cause our stock price to decline and, if judgments exceed our insurance coverage, could adversely affect our results of operations and business. In addition, regardless of merit or eventual outcome, product liability claims may result in impairment of our business reputation, withdrawal of clinical trial participants, costs due to related litigation, distraction of managementâ€™s attention from our primary business, initiation of investigations by regulators, substantial monetary awards to patients or other claimants, the inability to commercialize our product candidates, and decreased demand for our product candidates, if approved for commercial sale.Additionally, if one or more of our product candidates receives marketing approval, and we or others, including our collaborators, later identify undesirable side effects or adverse events caused by such products, a number of potentially significant negative consequences could result, including but not limited to:Â 66Table of Contentsâ€¢regulatory authorities may withdraw approvals of such product and cause us to recall our product;â€¢regulatory authorities may require additional warnings on the label;â€¢we may be required to change the way the product is administered or conduct additional clinical trials or post-approval studies;â€¢we may be required to create a Risk Evaluation and Mitigation Strategy plan to assure safe use;â€¢we could be sued and held liable for harm caused to patients; andâ€¢our reputation may suffer.Any of these events could prevent us from achieving or maintaining market acceptance of the particular product candidate, if approved, and could significantly harm our business, financial condition, results of operations, and growth prospects. We cannot predict whether our product candidates will cause toxicities in humans that would preclude or lead to the revocation of regulatory approval based on nonclinical studies or early-stage clinical trials.We currently and may in the future conduct clinical trials for our product candidates outside the United States, and the FDA, EMA, and applicable foreign regulatory authorities may not accept data from such trials.We currently conduct clinical trials outside the United States, including in Europe, and may continue to do so in the future. The acceptance of data from clinical trials conducted outside the United States or another jurisdiction by the FDA, EMA, or applicable foreign regulatory authority may be subject to certain conditions. In cases where data from foreign clinical trials are intended to serve as the basis for marketing approval in the United States, the FDA will generally not approve the application on the basis of foreign data alone unless (i)Â the data are applicable to the United States population and United States medical practice; and (ii)Â the trials were performed by clinical investigators of recognized competence and pursuant to cGCP regulations. Additionally, the FDAâ€™s clinical trial requirements, including sufficient size of patient populations and statistical powering, must be met. Many foreign regulatory bodies have similar approval requirements. In addition, such foreign trials would be subject to the applicable local laws of the foreign jurisdictions where the trials are conducted. There can be no assurance that the FDA, EMA, or any applicable foreign regulatory authority will accept data from trials conducted outside of the United States or the applicable jurisdiction. If the FDA, EMA, or any applicable foreign regulatory authority does not accept such data, it would result in the need for additional trials, which would be costly and time-consuming and delay aspects of our business plan, and which may result in our product candidates not receiving approval or clearance for commercialization in the applicable jurisdiction.67Table of ContentsObtaining and maintaining regulatory approval of our product candidates in one jurisdiction does not mean that we will be successful in obtaining regulatory approval of our product candidates in other jurisdictions.Obtaining and maintaining regulatory approval of our product candidates in one jurisdiction does not guarantee that we will be able to obtain or maintain regulatory approval in any other jurisdiction, and a failure or delay in obtaining regulatory approval in one jurisdiction may have a negative effect on the regulatory approval process in others. For example, even if the FDA or EMA grants marketing approval of a product candidate, comparable regulatory authorities in foreign jurisdictions must also approve the manufacturing, marketing, and promotion of the product candidate in those countries. Approval procedures vary among jurisdictions and can involve requirements and administrative review periods different from those in the United States, including additional preclinical studies or clinical trials as clinical trials conducted in one jurisdiction may not be accepted by regulatory authorities in other jurisdictions. In many jurisdictions outside the United States, a product candidate must be approved for reimbursement before it can be approved for sale in that jurisdiction. In some cases, the price that we intend to charge for our products is also subject to approval.Obtaining foreign regulatory approvals and compliance with foreign regulatory requirements could result in significant delays, difficulties, and costs for us and could delay or prevent the introduction of our products in certain countries. If we or any partner we work with fail to comply with the regulatory requirements in international markets or fail to receive applicable marketing approvals, our target market will be reduced and our ability to realize the full market potential of our product candidates will be harmed.Even if we obtain regulatory approval for a product candidate, our products will remain subject to extensive regulatory scrutiny.If any of our product candidates are approved, they will be subject to ongoing regulatory requirements, including both federal and state requirements in the United States and requirements of comparable foreign regulatory authorities.While healthcare professionals are free to use and prescribe drug products for off-label uses, the FDA strictly regulates manufacturersâ€™ promotional claims of drug products. In particular, a product may not be promoted for uses that are not approved by the FDA as reflected in the FDA-approved labeling. A company that is found to have improperly promoted off-label uses may be subject to large civil and criminal fines, penalties, and enforcement actions. If we cannot successfully manage the promotion of our approved product candidates, we could become subject to significant liability, which could materially adversely affect our business and financial condition.68Table of ContentsAny regulatory approvals that we receive for our product candidates will be subject to limitations on the approved indicated uses for which the product may be marketed and promoted or to the conditions of approval (including the requirement to implement a Risk Evaluation and Mitigation Strategy) or contain requirements for potentially costly post-marketing testing. We will be required to report certain adverse reactions and production problems, if any, to the FDA, EMA, and comparable foreign regulatory authorities. Any new legislation addressing drug safety issues could result in delays in product development or commercialization, or increased costs to assure compliance. The FDA and other agencies, including the Department of Justice, closely regulate and monitor the post-approval marketing and promotion of products to ensure that they are manufactured, marketed, and distributed only for the approved indications and in accordance with the provisions of the approved labeling. We will have to comply with requirements concerning advertising and promotion for our products. Promotional communications with respect to prescription drugs are subject to a variety of legal and regulatory restrictions and must be consistent with the information in the productâ€™s approved label. As such, we may not promote our products for indications or uses for which they do not have approval. The holder of an approved NDA, BLA, or MAA must submit new or supplemental applications and obtain approval for certain changes to the approved product, product labeling, or manufacturing process. We could also be asked to conduct post-marketing clinical trials to verify the safety and efficacy of our non-biologic products or safety, purity, and potency for our biologic products, in general or in specific patient subsets. If original marketing approval was obtained via the accelerated approval pathway, we could be required to conduct a successful post-marketing clinical trial to confirm clinical benefit for our products. The Food and Drug Omnibus Reform Act reformed the accelerated approval pathway, such as requiring the FDA to specify conditions for post-approval study requirements and setting forth procedures for the FDA to withdraw a product on an expedited basis for non-compliance with post-approval requirements. An unsuccessful post-marketing study or failure to complete such a study could result in the withdrawal of marketing approval.Manufacturers and manufacturersâ€™ facilities are required to comply with extensive requirements imposed by the FDA, EMA, and comparable foreign regulatory authorities, including ensuring that quality control and manufacturing procedures conform to cGMP regulations. If a regulatory agency discovers previously unknown problems with a product, such as adverse events of unanticipated severity or frequency, or problems with the facility where the product is manufactured, or disagrees with the promotion, marketing, or labeling of a product, such regulatory agency may impose restrictions on that product or us, including requiring withdrawal of the product from the market. If we fail to comply with applicable regulatory requirements, a regulatory agency or enforcement authority may, among other things, issue warning letters, impose penalties, suspend regulatory approvals, or require a product recall. Any of these actions by a regulatory agency could require us to expend significant time and resources, generate negative publicity, and adversely affect the value of our company.To the extent we seek orphan drug designation for any of our product candidates, we may be unable to obtain such designations or to maintain the benefits associated with orphan drug status, including market exclusivity, which may cause our revenue, if any, to be reduced.Under the Orphan Drug Act, the FDA may grant orphan designation to a drug or biologic intended to treat a rare disease or condition where there is no reasonable expectation that the cost of developing and making available the drug or biologic in the United States will be recovered from sales in the United States for that drug or biologic. Once granted, orphan drug designation entitles a party to financial incentives and certain exclusivity protections. In February 2019, the FDA granted orphan drug designation for our DNL310 program in Hunter syndrome. However, the FDA can still approve other drugs that have a different active ingredient for use in treating the same indication or disease, and can waive orphan exclusivity if we are unable to manufacture sufficient supply of our product. We plan to seek orphan drug designations for some other product candidates, but we may be unable to obtain such designations.69Table of ContentsFurther, in response to Catalyst Pharms., Inc. v. Becerra, 14 F.4th 1299 (11th Cir. 2021), the FDA clarified in a January 2023 notice that the FDA intends to continue to apply its longstanding interpretation of the regulations to matters outside of the scope of the Catalyst order â€“ that is, the agency will continue tying the scope of orphan-drug exclusivity to the uses or indications for which a drug is approved, which permits other sponsors to obtain approval of a drug for new uses or indications within the same orphan designated disease or condition that have not yet been approved. It is unclear how future litigation, legislation, agency decisions, and administrative actions will impact the scope of the orphan drug exclusivity.Healthcare legislative measures aimed at reducing healthcare costs may have a material adverse effect on our business and results of operations.We may face difficulties from changes to current regulations and future legislation. Current and future legislation may increase the difficulty and cost for us to commercialize our drugs, if approved, and affect the prices we may obtain, including changes in coverage and reimbursement policies in certain market segments for our product candidates, which could make it difficult for us to sell our product candidates, if approved, profitably. Third-party payors, whether domestic or foreign, or governmental or commercial, are developing increasingly sophisticated methods of controlling healthcare costs. In both the United States and certain foreign jurisdictions, there have been a number of legislative and regulatory changes to the health care system that could impact our ability to sell our products profitably. These include the enactment of the Affordable Care Act of 2010 (â€œACAâ€), the American Rescue Plan Act of 2021, which will eliminate a statutory cap on Medicaid Drug Rebate Program rebates that manufacturers pay to state Medicaid programs, and the July 2021 executive order, "Promoting Competition in the American Economy," with multiple provisions aimed at increasing competition for prescription drugs. In August 2022, Congress passed the Inflation Reduction Act of 2022 ("IRA"), which includes prescription drug provisions that have significant implications for the pharmaceutical industry and Medicare beneficiaries, including allowing the federal government to negotiate a maximum fair price for certain high-priced single source Medicare drugs, imposing penalties and excise tax for manufacturers that fail to comply with the drug price negotiation requirements, requiring inflation rebates for all Medicare Part B and Part D drugs, with limited exceptions, if their drug prices increase faster than inflation, and redesigning Medicare Part D to reduce out-of-pocket prescription drug costs for beneficiaries, among other changes. Various industry stakeholders, including pharmaceutical companies, the U.S. Chamber of Commerce, and the Pharmaceutical Research and Manufacturers of America, have initiated lawsuits against the federal government asserting that the price negotiation provisions of the Inflation Reduction Act ("IRA") are unconstitutional. The impact of these judicial changes, future litigation brought in view ofthe Supreme Courtâ€™s overrule of the Chevron doctrine, legislative, executive, and administrative actions and any future healthcare measures and agency rules implemented by the government on us and the pharmaceutical industry as a whole is unclear. At the state level, a number of states are considering or have recently enacted state drug price transparency and reporting laws that could substantially increase our compliance burdens and expose us to greater liability under such state laws once we begin commercialization after obtaining regulatory approval for any of our products. 70Table of ContentsSince its enactment, there have been executive, judicial and congressional challenges to certain aspects of the ACA and IRA. It is unclear how future litigation or healthcare measures promulgated by the Biden administration will impact our business, financial condition, and results of operations. Complying with any new legislation or changes in healthcare regulation could be time-intensive and expensive, resulting in material adverse effect on our business. We expect that the ACA and IRA, as well as other healthcare reform measures that may be adopted in the future, may result in additional reductions in Medicare and other healthcare funding, more rigorous coverage criteria, lower reimbursement, and new payment methodologies. This could lower the price that we receive for any approved product. Any denial in coverage or reduction in reimbursement from Medicare or other government-funded programs may result in a similar denial or reduction in payments from private payors, which may prevent us from being able to generate sufficient revenue, attain profitability or commercialize our product candidates, if approved. In addition, increased scrutiny by the U.S. Congress of the FDAâ€™s approval process may significantly delay or prevent marketing approval, as well as subject us to more stringent product labeling and post-marketing testing and other requirements.There have been, and likely will continue to be, legislative and regulatory proposals at the foreign, federal and state levels directed at containing or lowering the cost of healthcare. We cannot predict the initiatives that may be adopted in the future. The continuing efforts of the government, insurance companies, managed care organizations, and other payors of healthcare services to contain or reduce costs of healthcare and/or impose price controls may adversely affect the demand for any product candidates that are approved, our ability to receive or set a price we believe is fair for our products, our ability to attract investment, our ability to generate revenue or achieve profitability, the level of taxes we are required to pay, and the availability of capital.Our employees, independent contractors, consultants, commercial partners, and vendors may engage in misconduct or other improper activities, including noncompliance with regulatory standards and requirements.We are exposed to the risk of fraud, misconduct, or other illegal activity by our employees, independent contractors, consultants, commercial partners, and vendors. Misconduct by these parties could include intentional, reckless, and negligent conduct that fails to: comply with the laws of the FDA, EMA, and other comparable foreign regulatory authorities; provide true, complete, and accurate information to regulatory authorities; comply with manufacturing standards we have established; comply with healthcare fraud and abuse laws in the United States and similar foreign fraudulent misconduct laws; or report financial information or data accurately or to disclose unauthorized activities to us. If we obtain FDA approval of any of our product candidates and begin commercializing those products in the United States, our potential exposure under such laws will increase significantly, and our costs associated with compliance with such laws are also likely to increase. In particular, research, sales, marketing, education, and other business arrangements in the healthcare industry are subject to extensive laws designed to prevent fraud, kickbacks, self-dealing, and other abusive practices. These laws and regulations may restrict or prohibit a wide range of pricing, discounting, educating, marketing and promotion, sales and commission, certain customer incentive programs, and other business arrangements generally. Activities subject to these laws also involve the improper use of information obtained in the course of patient recruitment for clinical trials, which could result in regulatory sanctions and cause serious harm to our reputation. We have adopted a code of business conduct and ethics, but it is not always possible to identify and deter misconduct by employees and third parties, and the precautions we take to detect and prevent this activity may not be effective in controlling unknown or unmanaged risks or losses or in protecting us from governmental investigations or other actions or lawsuits stemming from a failure to be in compliance with such laws. If any such actions are instituted against us, and we are not successful in defending ourselves or asserting our rights, those actions could have a significant impact on our business, including the imposition of significant fines or other sanctions.71Table of ContentsIf we fail to comply with healthcare laws, we could face substantial penalties and our business, operations, and financial conditions could be adversely affected.If we obtain FDA approval for any of our product candidates and begin commercializing those products in the United States, our operations will be subject to various federal, state, local, and foreign healthcare fraud and abuse laws. The laws that may impact our operations include the federal Anti-Kickback Statute, the False Claims Act, the federal Health Insurance Portability and Accountability Act of 1996 ("HIPAA"), as amended by the Health Information Technology for Economic and Clinical Health Act of 2009 ("HITECH"), the federal Physician Payment Sunshine Act, federal consumer protection and unfair competition laws, and analogous state and foreign laws and regulations. These laws may impact, among other things, our clinical research program, as well as our proposed and future sales, marketing, and education programs. In particular, the promotion, sales, and marketing of healthcare items and services is subject to extensive laws and regulations designed to prevent fraud, kickbacks, self-dealing, and other abusive practices. These laws and regulations may restrict or prohibit a wide range of pricing, discounting, marketing and promotion, sales commission, customer incentive, and other business arrangements.Because of the breadth of these laws and the narrowness of the statutory exceptions and safe harbors available, it is possible that some of our business activities could, despite our efforts to comply, be subject to challenge under one or more of such laws. Efforts to ensure that our business arrangements will comply with applicable healthcare laws may involve substantial costs. It is possible that governmental and enforcement authorities will conclude that our business practices may not comply with current or future statutes, regulations, or case law interpreting applicable fraud and abuse or other healthcare laws and regulations. If any such actions are instituted against us, and we are not successful in defending ourselves or asserting our rights, those actions could have a significant impact on our business, including the imposition of civil, criminal, and administrative penalties, damages, disgorgement, monetary fines, possible exclusion from participation in Medicare, Medicaid, and other federal healthcare programs, contractual damages, reputational harm, diminished profits and future earnings, and curtailment of our operations, any of which could adversely affect our ability to operate our business and our results of operations. In addition, the approval and commercialization of any of our product candidates outside the United States will also likely subject us to foreign equivalents of the healthcare laws mentioned above, among other foreign laws.Our business is subject to complex and evolving U.S. and foreign laws and regulations, information security policies, and contractual obligations relating to privacy and data protection, including the use, processing, and cross-border transfer of personal information. These laws and regulations are subject to change and uncertain interpretation, and could result in claims, changes to our business practices, or monetary penalties, and otherwise may harm our business.We receive, generate, and store significant and increasing volumes of sensitive information and business-critical information, including employee and personal data (including protected health information), research and development information, commercial information, and business and financial information. We heavily rely on external security and infrastructure vendors to manage our information technology systems and data centers. We face a number of risks relative to protecting this critical information, including the loss of access, inappropriate use or disclosure, inappropriate modification, and the risk of our being unable to adequately monitor, audit, and modify our controls over our critical information. This risk extends to third-party vendors and subcontractors we use to manage this sensitive data.72Table of ContentsA wide variety of provincial, state, national, and international laws and regulations apply to the collection, use, retention, protection, disclosure, transfer, and other processing of personal data. These laws and regulations are evolving and may result in ever-increasing regulatory and public scrutiny and escalating levels of enforcement and sanctions. For example, the collection and use of personal data in the EU are governed by the EU General Data Protection Regulation ("GDPR"), which became fully effective on May 25, 2018. The GDPR imposes stringent data protection requirements, including, for example, more robust disclosures to individuals and a strengthened individual data rights regime, shortened timelines for data breach notifications, limitations on retention of information, increased requirements pertaining to special categories of data, such as health data, and additional obligations when we contract with third-party processors in connection with the processing of the personal data. The GDPR also imposes strict rules on the transfer of personal data out of the EU to the United States and other countries, and in the context of clinical trials we currently rely on patient informed consent as the legal basis for such transfers. In addition, the GDPR provides that EU member states may make their own further laws and regulations limiting the processing of personal data, including genetic, biometric or health data. The GDPR provides for penalties for noncompliance of up to the greater of â‚¬20 million or four percent of worldwide annual revenues. The GDPR applies extraterritorially, and we may be subject to the GDPR because of our data processing activities that involve the personal data of individuals located in the EU, such as in connection with any EU clinical trials. Additionally, the UK has implemented legislation that substantially implements the GDPR (the "UK GDPR"), with substantial penalties for noncompliance. We may incur liabilities, expenses, costs, and other operational losses under the GDPR and UK GDPR as well as privacy and data protection laws of Switzerland, the United Kingdom, and applicable EU member states. We may find it necessary or appropriate to make additional changes to the ways we or our service providers collect, disclose, transfer, and otherwise process data within the EEA, Switzerland, and the UK, and to our related policies and practices. This may be onerous and may interrupt or delay our development activities, and adversely affect our business, financial condition, results of operations and prospects.Further, various states, such as California, Massachusetts, and Washington have implemented privacy laws and regulations that impose restrictive requirements regulating the use and disclosure of health information and other personal information. Where state laws are more protective than HIPAA, we must comply with the stricter provisions. In addition to fines and penalties imposed upon violators, some of these state laws also afford private rights of action to individuals who believe their personal information has been misused. For example, California has enacted legislation, the California Consumer Privacy Act ("CCPA"), that, among other things, requires covered companies to provide new disclosures to California consumers, and affords such consumers new abilities to opt-out of certain sales of personal information. The CCPA, as amended and expanded by the California Privacy Rights Act ("CPRA"), requires covered companies to provide new disclosures to individuals and consumers in California, and afford such individuals and consumers new data protection rights, including the ability to opt-out of certain sales of personal information. Numerous other states in the United States have proposed or enacted similar legislation. Further, some states have enacted more specific legislation, such as Washington's enactment of the My Health, My Data Act, which includes a private right of action. The U.S. federal government is also contemplating federal privacy legislation. The GDPR, UK GDPR, CCPA, CPRA, and many other federal, state, and foreign laws and regulations relating to privacy and data protection are still being tested in courts, and they are subject to new and differing interpretations by courts and regulatory officials. Additionally, the interplay of federal and state laws may be subject to varying interpretations by courts and government agencies, creating complex compliance issues for us and data we receive, use and share, potentially exposing us to additional expense, adverse publicity and liability. 73Table of ContentsIt is possible that the GDPR, UK GDPR, CCPA, CPRA, or other laws and regulations relating to privacy and data protection may be interpreted and applied in a manner that is inconsistent from jurisdiction to jurisdiction or inconsistent with our current policies and practices. We cannot guarantee that we are in compliance with all such applicable data protection laws and regulations and we cannot be sure how these regulations will be interpreted, enforced or applied to our operations. Furthermore, other jurisdictions outside the EU are similarly introducing or enhancing privacy and data security laws, rules, and regulations, which could increase our compliance costs and the risks associated with noncompliance. It is possible that these laws may be interpreted and applied in a manner that is inconsistent with our practices and our efforts to comply with the evolving data protection rules may be unsuccessful. We cannot guarantee that we or our vendors may be in compliance with all applicable international laws and regulations as they are enforced now or as they evolve. For example, our privacy policies may be insufficient to protect any personal information we collect, or may not comply with applicable laws. Our non-compliance could result in government-imposed fines or orders requiring that we change our practices, which could adversely affect our business. In addition to the risks associated with enforcement activities and potential contractual liabilities, our ongoing efforts to comply with evolving laws and regulations at the federal and state level may be costly and require ongoing modifications to our policies, procedures and systems. In addition, if we are unable to properly protect the privacy and security of protected health information, we could be alleged or found to have breached our contracts.Our actual or perceived failure to adequately comply with applicable laws and regulations or other actual or asserted obligations relating to privacy and data protection, or to protect personal data and other data we process or maintain, could result in regulatory enforcement actions against us, including fines, imprisonment of company officials and public censure, claims for damages by affected individuals, other lawsuits or reputational damage, all of which could materially affect our business, financial condition, results of operations and growth prospects.If we or any contract manufacturers and suppliers we engage fail to comply with environmental, health, and safety laws and regulations, we could become subject to fines or penalties or incur costs that could have a material adverse effect on the success of our business.We and any contract manufacturers and suppliers we engage are subject to numerous federal, state, and local environmental, health, and safety laws, regulations, and permitting requirements, including those governing laboratory procedures; the generation, handling, use, storage, treatment, and disposal of hazardous and regulated materials and wastes; the emission and discharge of hazardous materials into the ground, air, and water; and employee health and safety. Our operations involve the use of hazardous and flammable materials, including chemicals and biological and radioactive materials. Our operations also produce hazardous waste. We generally contract with third parties for the disposal of these materials and wastes. We cannot eliminate the risk of contamination or injury from these materials. In the event of contamination or injury resulting from our use of hazardous materials, we could be held liable for any resulting damages, and any liability could exceed our resources. Under certain environmental laws, we could be held responsible for costs relating to any contamination at our current or past facilities and at third-party facilities. We also could incur significant costs associated with civil or criminal fines and penalties.Compliance with applicable environmental laws and regulations may be expensive, and current or future environmental laws and regulations may impair our research, product development, and manufacturing efforts. In addition, we cannot entirely eliminate the risk of accidental injury or contamination from these materials or wastes. Although we maintain workersâ€™ compensation insurance to cover us for costs and expenses we may incur due to injuries to our employees resulting from the use of hazardous materials, this insurance may not provide adequate coverage against potential liabilities. We do not carry specific biological or hazardous waste insurance coverage, and our property, casualty, and general liability insurance policies specifically exclude coverage for damages and fines arising from biological or hazardous waste exposure or contamination. Accordingly, in the event of contamination or injury, we could be held liable for damages or be penalized with fines in an amount exceeding our resources, and our clinical trials or regulatory approvals could be suspended, which could have a material adverse effect on our business, financial condition, results of operations and growth prospects.74Table of ContentsOur business activities may be subject to the Foreign Corrupt Practices Act and similar anti-bribery and anti-corruption laws, as well as U.S. and certain foreign export controls, trade sanctions, and import laws and regulations.Our business activities may be subject to the Foreign Corrupt Practices Act of 1977, as amended (the "FCPA"), and similar anti-bribery or anti-corruption laws, regulations, or rules of other countries in which we operate, including the U.K. Bribery Act. The FCPA generally prohibits offering, promising, giving, or authorizing others to give anything of value, either directly or indirectly, to a non-U.S. government official in order to influence official action, or otherwise obtain or retain business. The FCPA also requires public companies to make and keep books and records that accurately and fairly reflect certain transactions of the corporation and to devise and maintain an adequate system of internal accounting controls. Our business is heavily regulated and therefore involves significant interaction with public officials, including officials of non-U.S. governments. Additionally, in many other countries, the health care providers who prescribe pharmaceuticals are employed by their government, and the purchasers of pharmaceuticals are government entities; therefore, our dealings with these prescribers and purchasers are subject to regulation under the FCPA. Recently the Securities and Exchange Commission (the "SEC"), and Department of Justice have increased their FCPA enforcement activities with respect to biotechnology and pharmaceutical companies. There is no certainty that all of our employees, agents, contractors, or collaborators, or those of our affiliates, will comply with all applicable laws and regulations, particularly given the high level of complexity of these laws. Violations of these laws and regulations could result in fines, criminal sanctions against us, our officers, or our employees, the closing down of our facilities, requirements to obtain export licenses, cessation of business activities in sanctioned countries, implementation of compliance programs, and prohibitions on the conduct of our business. Any such violations could include prohibitions on our ability to offer our products in one or more countries and could materially damage our reputation, our brand, our international expansion efforts, our ability to attract and retain employees, and our business, prospects, operating results, and financial condition.In addition, in the future once we enter a commercialization phase, our products may be subject to U.S. and foreign export controls, trade sanctions and import laws and regulations. Governmental regulation of the import or export of our products, or our failure to obtain any required import or export authorization for our products, when applicable, could harm our international sales and adversely affect our revenue. Compliance with applicable regulatory requirements regarding the export of our products may create delays in the introduction of our products in international markets or, in some cases, prevent the export of our products to some countries altogether. Furthermore, U.S. export control laws and economic sanctions prohibit the shipment of certain products and services to countries, governments, and persons targeted by U.S. sanctions. If we fail to comply with export and import regulations and such economic sanctions, we may be fined or other penalties could be imposed, including a denial of certain export privileges. Moreover, any new export or import restrictions, new legislation or shifting approaches in the enforcement or scope of existing regulations, or in the countries, persons, or technologies targeted by such regulations, could result in decreased use of our products by, or in our decreased ability to export our products to existing or potential customers with international operations. Any limitation on our ability to export or sell access to our products would likely adversely affect our business.Inadequate funding for the FDA, the SEC, and other government agencies could hinder their ability to hire and retain key leadership and other personnel, prevent new products and services from being developed or commercialized in a timely manner, or otherwise prevent those agencies from performing normal business functions on which the operation of our business may rely, which could negatively impact our business.The ability of the FDA to review and approve new products can be affected by a variety of factors, including government budget and funding levels, ability to hire and retain key personnel and accept the payment of user fees, and statutory, regulatory, and policy changes. Average review times at the FDA have fluctuated in recent years as a result. In addition, government funding of the SEC and other government agencies on which our operations may rely, including those that fund research and development activities is subject to the political process, which is inherently fluid and unpredictable. 75Table of ContentsDisruptions at the FDA and other government agencies may also slow the time necessary for new drugs to be reviewed and/or approved by necessary government agencies, which would adversely affect our business. For example, over the last several years the U.S. government shut down several times and certain regulatory agencies, such as the FDA and the SEC, have had to furlough critical government employees and stop critical activities. While the FDA has largely caught up with domestic preapproval inspections since the start of the COVID-19 pandemic, it continues to work through its backlog of foreign inspections. If a prolonged government shutdown or other disruption occurs, it could significantly impact the ability of the FDA or other regulatory authorities to timely review and process our regulatory submissions, or to provide feedback on our clinical development plans, which could have a material adverse effect on our business. Further, future government shutdowns or other disruptions to normal operations could impact our ability to access the public markets and obtain the funding necessary to properly capitalize and continue our operations.Risks Related to Our Reliance on Third PartiesWe depend on collaborations with third parties for the research, development, and commercialization of certain product candidates. If any such collaborations are not successful, we may not be able to realize the market potential of those product candidates.We anticipate seeking third-party collaborators for the research, development, and commercialization of certain of the product candidates we may develop. For example, we have collaborations with F-star, Takeda, Sanofi, Biogen, and others to further our development of product candidates and to enhance our research efforts directed to better understanding neurodegenerative and lysosomal storage diseases. Our likely collaborators for any other collaboration arrangements include large and mid-size pharmaceutical companies, regional and national pharmaceutical companies, biotechnology companies, and academic institutions. If we enter into any such arrangements with any third parties, we will likely have shared or limited control over the amount and timing of resources that our collaborators dedicate to the development or potential commercialization of any product candidates we may seek to develop with them. Our ability to generate revenue from these arrangements with commercial entities will depend on our collaboratorsâ€™ abilities to successfully perform the functions assigned to them in these arrangements. We cannot predict the success of any collaboration that we enter into.Collaborations involving our research programs, or any product candidates we may develop, pose the following risks to us:Â â€¢collaborators generally have significant discretion in determining the efforts and resources that they will apply to these collaborations;â€¢collaborators may not properly obtain, maintain, enforce, or defend intellectual property or proprietary rights relating to our product candidates or research programs or may use our proprietary information in such a way as to expose us to potential litigation or other intellectual property related proceedings, including proceedings challenging the scope, ownership, validity and enforceability of our intellectual property;â€¢collaborators may own or co-own intellectual property covering our product candidates or research programs that results from our collaboration with them, and in such cases, we may not have the exclusive right to commercialize such intellectual property or such product candidates or research programs;â€¢we may need the cooperation of our collaborators to enforce or defend any intellectual property we contribute to or that arises out of our collaborations, which may not be provided to us;â€¢collaborators may control certain interactions with regulatory authorities, which may impact on our ability to obtain and maintain regulatory approval of our products candidates;76Table of Contentsâ€¢disputes may arise between the collaborators and us that result in the delay or termination of the research, development, or commercialization of our product candidates or research programs or that result in costly litigation or arbitration that diverts management attention and resources;â€¢collaborators may decide to not pursue development and commercialization of any product candidates we develop or may elect not to continue or renew development or commercialization programs based on clinical trial results, changes in the collaboratorâ€™s strategic focus or available funding or external factors such as an acquisition that diverts resources or creates competing priorities;â€¢collaborators may delay clinical trials, provide insufficient funding for a clinical trial program, stop a clinical trial or abandon a product candidate, repeat or conduct new clinical trials, or require a new formulation of a product candidate for clinical testing;â€¢collaborators could independently develop, or develop with third parties, products that compete directly or indirectly with our product candidates or research programs if the collaborators believe that competitive products are more likely to be successfully developed or can be commercialized under terms that are more economically attractive than ours;â€¢collaborators may restrict us from researching, developing, or commercializing certain products or technologies without their involvement;â€¢collaborators with marketing and distribution rights to one or more product candidates may not commit sufficient resources to the marketing and distribution of such product candidates;â€¢we may lose certain valuable rights under circumstances identified in our agreements with our collaborators, including if we undergo a change of control;â€¢collaborators may grant sublicenses to our technology or product candidates or undergo a change of control and the sublicensees or new owners may decide to take the collaboration in a direction which is not in our best interest;â€¢collaborators may become bankrupt, which may significantly delay our research or development programs, or may cause us to lose access to valuable technology, know-how, or intellectual property of the collaborator relating to our products, product candidates, or research programs;â€¢key personnel at our collaborators may leave, which could negatively impact our ability to productively work with our collaborators;â€¢collaborators may require us to incur short and long-term expenditures, issue securities that dilute our stockholders, or disrupt our management and business;â€¢if our collaborators do not satisfy their obligations under our agreements with them, or if they terminate our collaborations with them, we may not be able to develop or commercialize product candidates as planned;â€¢collaborations may require us to share in development and commercialization costs pursuant to budgets that we do not fully control and our failure to share in such costs could have a detrimental impact on the collaboration or our ability to share in revenue generated under the collaboration;77Table of Contentsâ€¢collaborations may be terminated in their entirety or with respect to certain product candidates or technologies and, if so terminated, may result in a need for additional capital to pursue further development or commercialization of the applicable product candidates or technologies, including our BBB platform technology;Â andâ€¢collaboration agreements may not lead to development or commercialization of product candidates in the most efficient manner or at all. If a present or future collaborator of ours were to be involved in a business combination, the continued pursuit and emphasis on our development or commercialization program under such collaboration could be delayed, diminished, or terminated.We may face significant competition in seeking appropriate collaborations. Recent business combinations among biotechnology and pharmaceutical companies have resulted in a reduced number of potential collaborators. In addition, the negotiation process is time-consuming and complex, and we may not be able to negotiate collaborations on a timely basis, on acceptable terms, or at all. If we are unable to do so, we may have to curtail the development of the product candidate for which we are seeking to collaborate, reduce or delay its development program or one or more of our other development programs, delay its potential commercialization or reduce the scope of any sales or marketing activities, or increase our expenditures and undertake development or commercialization activities at our own expense. If we elect to increase our expenditures to fund development or commercialization activities on our own, we may need to obtain additional capital, which may not be available to us on acceptable terms or at all. If we do not have sufficient funds, we may not be able to further develop product candidates or bring them to market and generate product revenue.If we enter into collaborations to develop and potentially commercialize any product candidates, we may not be able to realize the benefit of such transactions if we or our collaborator elects not to exercise the rights granted under the agreement or if we or our collaborator are unable to successfully integrate a product candidate into existing operations and company culture. The failure to develop and commercialize a product candidate pursuant to our agreements with our current or future collaborators could prevent us from receiving future payments under such agreements, which could negatively impact our revenues. In addition, if our agreement with any of our collaborators terminates, our access to technology and intellectual property licensed to us by that collaborator may be restricted or terminate entirely, which may delay our continued development of our product candidates utilizing the collaboratorâ€™s technology or intellectual property or require us to stop development of those product candidates completely. We may also find it more difficult to find a suitable replacement collaborator or attract new collaborators, and our development programs may be delayed or the perception of us in the business and financial communities could be adversely affected. Many of the risks relating to product development, regulatory approval, and commercialization described in this â€œRisk Factorsâ€ section also apply to the activities of our collaborators and any negative impact on our collaborators may adversely affect us.We rely on third parties to conduct our clinical trials and some aspects of our research and preclinical testing, and those third parties may not perform satisfactorily, including failing to meet deadlines for the completion of such trials, research, or testing.We currently rely and expect to continue to rely on third parties, such as CROs, clinical data management organizations, medical institutions, and clinical investigators, to conduct some aspects of our research and preclinical testing and our clinical trials. Any of these third parties may terminate their engagements with us or be unable to fulfill their contractual obligations. If we need to enter into alternative arrangements, it would delay our product development activities.78Table of ContentsOur reliance on these third parties for research and development activities reduces our control over these activities but does not relieve us of our responsibilities. For example, we remain responsible for ensuring that each of our clinical trials is conducted in accordance with the general investigational plan and protocols for the trial. Moreover, the FDA requires us to comply with cGCPs for conducting, recording, and reporting the results of clinical trials to assure that data and reported results are credible, reproducible, and accurate and that the rights, integrity, and confidentiality of trial participants are protected. We also are required to register ongoing clinical trials and post the results of completed clinical trials on a government-sponsored database within certain time frames. Failure to do so can result in fines, adverse publicity, and civil and criminal sanctions.Our third-party service providers are not our employees, and we are therefore unable to directly monitor whether or not they devote sufficient time and resources to our clinical and nonclinical programs. These third-party service providers may also have relationships with other commercial entities, including our competitors, for whom they may also be conducting clinical trials or other drug development activities that could harm our competitive position. If these third parties do not successfully carry out their contractual duties, meet expected deadlines, or conduct our clinical trials in accordance with regulatory requirements or our stated protocols, we will not be able to obtain, or may be delayed in obtaining, marketing approvals for any product candidates we may develop and will not be able to, or may be delayed in our efforts to, successfully commercialize our medicines.We also expect to rely on other third parties to store and distribute drug supplies for our clinical trials. Any performance failure on the part of our distributors, including with the shipment of any drug supplies, could delay clinical development or marketing approval of any product candidates we may develop or commercialization of our medicines, producing additional losses and depriving us of potential product revenue.Our reliance on third parties for the manufacture of the significant majority of the materials for our research programs, preclinical studies, and clinical trials may increase the risk that we will not have sufficient quantities of such materials, product candidates, or any medicines that we may develop and commercialize, or that such supply will not be available to us at an acceptable cost, which could delay, prevent, or impair our development or commercialization efforts.Although we have initiated the build-out of our Utah site to expand our clinical manufacturing capabilities for biologic therapeutics, we do not have any operational manufacturing facilities. We currently rely on third-party manufacturers for the manufacture of our materials for preclinical studies and clinical trials and expect to continue to do so for some or all of our materials for preclinical studies, clinical trials, and for commercial supply of any product candidates that we may develop.We may be unable to establish any further agreements with third-party manufacturers or to do so on acceptable terms. Even if we are able to establish agreements with third-party manufacturers, reliance on third-party manufacturers entails additional risks, including the possible breach, termination, or non-renewal of the agreement by the third party, which may be costly or inconvenient, and the inability of the third party to produce the required volume in a timely manner. We may also be exposed to the risks of relying on the third party for regulatory compliance, quality assurance, safety, and pharmacovigilance and related reporting.Third-party manufacturers may not be able to comply with U.S. export control regulations, cGMP regulations, or similar regulatory requirements outside the United States. Our failure, or the failure of our third-party manufacturers, to comply with applicable regulations could result in a need to replace current third-party manufacturers including the possibility of supply delays, clinical holds on our trials, sanctions being imposed on us, including fines, injunctions, civil penalties, delays, suspension or withdrawal of approvals, license revocations, seizures or recalls of product candidates or medicines, operating restrictions, and criminal prosecutions, any of which could significantly and adversely affect supplies of our medicines and harm our business, financial condition, results of operations, and growth prospects.79Table of ContentsAny medicines that we may develop may compete with other product candidates and products for access to manufacturing facilities. There are a limited number of manufacturers that operate under cGMP regulations and that might be capable of manufacturing for us.Any performance failure on the part of our existing or future manufacturers could delay clinical development or marketing approval. We do not currently have arrangements in place for redundant supply for many components of our product candidates. If any one of our current contract manufacturers cannot perform as agreed, we may be required to replace that manufacturer and may incur added costs and delays in identifying and qualifying any such replacement. Furthermore, securing and reserving production capacity with contract manufacturers may result in significant costs.Our current and anticipated future dependence upon third parties for the manufacture of any product candidates we may develop or medicines may adversely affect our future profit margins and our ability to commercialize any medicines that receive marketing approval on a timely and competitive basis.We depend on third-party suppliers for key raw materials used in our manufacturing processes, and the loss of these third-party suppliers or their inability to supply us with adequate raw materials could harm our business.We rely on third-party suppliers for the raw materials required for the production of our product candidates. Our dependence on these third-party suppliers and the challenges we may face in obtaining adequate supplies of raw materials involve several risks, including limited control over pricing, availability, quality, and delivery schedules. As a small company, our negotiation leverage is limited and we are likely to get lower priority than our larger competitors. We cannot be certain that our suppliers will continue to provide us with the quantities of these raw materials that we require or satisfy our anticipated specifications and quality requirements.Further, we have in the past and may in the future experience delayed shipments of raw materials due to interruptions relating to the aforementioned events. We may be unable to find a sufficient alternative supply channel in a reasonable time or on commercially reasonable terms. Any performance failure on the part of our suppliers could delay the development and potential commercialization of our product candidates, including limiting supplies necessary for clinical trials and regulatory approvals, which would have a material adverse effect on our business.Risks Related to Our Intellectual PropertyIf we are unable to obtain and maintain patent protection for any product candidates we develop or for our BBB platform technology, our competitors could develop and commercialize products or technology similar or identical to ours, and our ability to successfully commercialize any product candidates we may develop, and our technology may be adversely affected.80Table of ContentsOur success depends in large part on our ability to obtain and maintain patent protection in the United States and other countries with respect to our BBB platform technology and any proprietary product candidates and other technologies we may develop. We seek to protect our proprietary position by in-licensing intellectual property and filing patent applications in the United States and abroad relating to our BBB platform technology, programs and product candidates, as well as other technologies that are important to our business. Given that the development of our technology and product candidates is at an early stage, our intellectual property portfolio with respect to certain aspects of our technology and product candidates is also at an early stage. In addition, we cannot be certain that any patents we own or in-license in the United States adequately cover the Fc domain portion of our BBB platform technology that binds to transferrin receptor, or adequately cover the antibodies, enzymes or proteins being developed in our TV-enabled programs.Â We have filed or intend to file patent applications on these aspects of our technology and product candidates; however, there can be no assurance that any such patent applications will issue as granted patents.Â Furthermore, in some cases, we have only filed provisional patent applications on certain aspects of our technology and product candidates and each of these provisional patent applications is not eligible to become an issued patent until, among other things, we file a non-provisional patent application within twelve months of the filing date of the applicable provisional patent application. Any failure to file a non-provisional patent application within this timeline could cause us to lose the ability to obtain patent protection for the inventions disclosed in the associated provisional patent applications. Furthermore, in some cases, we may not be able to obtain issued claims covering compositions relating to our BBB platform technology, programs and product candidates, as well as other technologies that are important to our business, and instead may need to rely on filing patent applications with claims covering a method of use and/or method of manufacture for protection of such BBB platform technology, programs, product candidates, and other technologies. There can be no assurance that any such patent applications will issue as granted patents, and even if they do issue, such patent claims may be insufficient to prevent third parties, such as our competitors, from utilizing our technology.Â Any failure to obtain or maintain patent protection with respect to our BBB platform technology, programs and product candidates could have a material adverse effect on our business, financial condition, results of operations and growth prospects.If any of our owned or in-licensed patent applications do not issue as patents in any jurisdiction, we may not be able to compete effectively.Changes in either the patent laws or their interpretation in the United States and other countries may diminish our ability to protect our inventions, obtain, maintain, and enforce our intellectual property rights and, more generally, could affect the value of our intellectual property or narrow the scope of our owned and licensed patents. With respect to both in-licensed and owned intellectual property, we cannot predict whether the patent applications we and our licensors are currently pursuing will issue as patents in any particular jurisdiction or whether the claims of any issued patents will provide sufficient protection from competitors or other third parties.81Table of ContentsThe patent prosecution process is expensive, time-consuming, and complex, and we may not be able to file, prosecute, maintain, enforce, or license all necessary or desirable patent applications at a reasonable cost or in a timely manner, including delays as a result of the COVID-19 pandemic impacting our or our licensors' operations. It is also possible that we will fail to identify patentable aspects of our research and development output in time to obtain patent protection. Although we enter into nondisclosure and confidentiality agreements with parties who have access to confidential or patentable aspects of our research and development output, any of these parties may breach the agreements and disclose such output before a patent application is filed, thereby jeopardizing our ability to seek patent protection. In addition, our ability to obtain and maintain valid and enforceable patents depends on whether the differences between our inventions and the prior art allow our inventions to be patentable over the prior art. Furthermore, publications of discoveries in the scientific literature often lag behind the actual discoveries, and patent applications in the United States and other jurisdictions are typically not published until 18Â months after filing, or in some cases not at all. Therefore, we cannot be certain that we or our licensors were the first to make the inventions claimed in any of our owned or licensed patents or pending patent applications, or that we or our licensors were the first to file for patent protection of such inventions.If the scope of any patent protection we obtain is not sufficiently broad, or if we lose any of our patent protection, our ability to prevent our competitors from commercializing similar or identical technology and product candidates would be adversely affected.The patent position of biotechnology and pharmaceutical companies generally is highly uncertain, involves complex legal and factual questions, and has been the subject of much litigation in recent years. As a result, the issuance, scope, validity, enforceability, and commercial value of our patent rights are highly uncertain. Our owned or in-licensed pending and future patent applications may not result in patents being issued which protect our BBB platform technology, product candidates or other technologies or which effectively prevent others from commercializing competitive technologies and product candidates.Moreover, the coverage claimed in a patent application can be significantly reduced before the patent is issued, and its scope can be reinterpreted after issuance. Even if patent applications we license or own currently or in the future issue as patents, they may not issue in a form that will provide us with any meaningful protection, prevent competitors or other third parties from competing with us, or otherwise provide us with any competitive advantage. Any patents that we own or in-license may be challenged, narrowed, circumvented, or invalidated by third parties. Consequently, we do not know whether our BBB platform technology, product candidates or other technologies will be protectable or remain protected by valid and enforceable patents. Our competitors or other third parties may be able to circumvent our patents by developing similar or alternative technologies or products in a non-infringing manner which could materially adversely affect our business, financial condition, results of operations and growth prospects.82Table of ContentsThe issuance of a patent is not conclusive as to its inventorship, scope, validity, or enforceability, and our patents may be challenged in the courts or patent offices in the United States and abroad. We or our licensors may be subject to a third-party preissuance submission of prior art to the USPTO, or become involved in opposition, derivation, revocation, reexamination, post-grant andÂ inter partesÂ review, or interference proceedings or other similar proceedings challenging our owned or licensed patent rights. An adverse determination in any such submission, proceeding or litigation could reduce the scope of, or invalidate or render unenforceable, our owned or in-licensed patent rights, allow third parties to commercialize our BBB platform technology, product candidates or other technologies and compete directly with us, without payment to us, or result in our inability to manufacture or commercialize products without infringing third-party patent rights. Moreover, we, or one of our licensors, may have to participate in interference proceedings declared by the USPTO to determine priority of invention or in post-grant challenge proceedings, such as oppositions in a foreign patent office, that challenge our or our licensorâ€™s priority of invention or other features of patentability with respect to our owned or in-licensed patents and patent applications. Such challenges may result in loss of patent rights, loss of exclusivity, or in patent claims being narrowed, invalidated, or held unenforceable, which could limit our ability to stop others from using or commercializing similar or identical technology and products, or limit the duration of the patent protection of our BBB platform technology, product candidates and other technologies. Such proceedings also may result in substantial cost and require significant time from our scientists and management, even if the eventual outcome is favorable to us. If we or our collaborators are unsuccessful in any such proceeding or other priority or inventorship dispute, we may be required to obtain and maintain licenses from third parties, including parties involved in any such interference proceedings or other priority or inventorship disputes. Such licenses may not be available on commercially reasonable terms or at all, or may be non-exclusive. If we are unable to obtain and maintain such licenses, we may need to cease the development, manufacture, and commercialization of one or more of the product candidates we may develop. The loss of exclusivity or the narrowing of our owned and licensed patent claims could limit our ability to stop others from using or commercializing similar or identical technology and products.In addition, given the amount of time required for the development, testing, and regulatory review of new product candidates, patents protecting such product candidates might expire before or shortly after such product candidates are commercialized. As a result, our intellectual property may not provide us with sufficient rights to exclude others from commercializing products similar or identical to ours.Some of our owned and in-licensed patents and patent applications are, and may in the future be, co-owned with third parties. For example, we currently, and may in the future, co-own certain patents and patent applications relating to our BBB platform technology with F-star. In addition, certain of our licensors co-own the patents and patent applications we in-license with other third parties with whom we do not have a direct relationship. Our exclusive rights to certain of these patents and patent applications are dependent, in part, on inter-institutional or other operating agreements between the joint owners of such patents and patent applications, who are not parties to our license agreements. If our licensors do not have exclusive control of the grant of licenses under any such third-party co-ownersâ€™ interest in such patents or patent applications or we are otherwise unable to secure such exclusive rights, such co-owners may be able to license their rights to other third parties, including our competitors, and our competitors could market competing products and technology. In addition, we may need the cooperation of any such co-owners of our patents in order to enforce such patents against third parties, and such cooperation may not be provided to us. Any of the foregoing could have a material adverse effect on our competitive position, business, financial conditions, results of operations, and growth prospects.Our rights to develop and commercialize our BBB platform technology and product candidates are subject, in part, to the terms and conditions of licenses granted to us by others or licenses granted by us to others.We are heavily reliant upon licenses to certain patent rights and proprietary technology from third parties that are important or necessary to the development of our BBB platform technology and product candidates. For example, in June 2016, we entered into a license agreement with Genentech pursuant to which we received an exclusive license to certain of Genentechâ€™s intellectual property relating to our LRRK2 program, including our BIIB122/DNL151 product candidate.83Table of ContentsOur agreements with F-star and other license agreements may not provide exclusive rights to use certain licensed intellectual property and technology in all relevant fields of use and in all territories in which we may wish to develop or commercialize our technology and products in the future. For example, F-star retains the right to use itself, and to license to others, its modular antibody technology for any purpose other than the targets which we have agreed with F-star would or may be exclusively available to us. As a result, we may not be able to prevent competitors or other third parties from developing and commercializing competitive products that also utilizes technology that we have in-licensed.In addition, subject to the terms of any such license agreements, we do not have the right to control the preparation, filing, prosecution and maintenance, and we may not have the right to control the enforcement, and defense of patents and patent applications covering the technology that we license from third parties. For example, under our agreements with F-star and Genentech, the licensors control prosecution and, in the case of F-star and in specified circumstances, enforcement of certain of the patents and patent applications licensed to us. Also, under our agreements with Takeda, Sanofi and Biogen, they control prosecution, and in specified circumstances, enforcement of certain of the patents and patent applications licensed to them. We cannot be certain that our in-licensed or out-licensed patents and patent applications that are controlled by our licensors or licensees will be prepared, filed, prosecuted, maintained, enforced, and defended in a manner consistent with the best interests of our business. If our licensors or licensees fail to prosecute, maintain, enforce, and defend such patents, or lose rights to those patents or patent applications, the rights we have licensed may be reduced or eliminated, our right to develop and commercialize our BBB platform technology and any of our product candidates that are subject of such licensed rights could be adversely affected, and we may not be able to prevent competitors from making, using and selling competing products. In addition, even where we have the right to control patent prosecution of patents and patent applications we have licensed to and from third parties, we may still be adversely affected or prejudiced by actions or inactions of our licensees, our licensors and their counsel that took place prior to the date upon which we assumed control over patent prosecution.Furthermore, our owned and in-licensed patents may be subject to a reservation of rights by one or more third parties. For example, our license to certain intellectual property owned by Genentech is subject to certain research rights Genentech granted to third parties prior to our license agreement. In addition, certain of our in-licensed intellectual property relating to RIPK1 was funded in part by the U.S. government. As a result, the U.S. government may have certain rights to such intellectual property.If we fail to comply with our obligations in the agreements under which we license intellectual property rights from third parties or otherwise experience disruptions to our business relationships with our licensors, we could lose license rights that are important to our business.We have entered into license agreements with third parties and may need to obtain additional licenses from others to advance our research or allow commercialization of product candidates we may develop or our BBB platform technology. It is possible that we may be unable to obtain additional licenses at a reasonable cost or on reasonable terms, if at all. In that event, we may be required to expend significant time and resources to redesign our technology, product candidates, or the methods for manufacturing them or to develop or license replacement technology, all of which may not be feasible on a technical or commercial basis. If we are unable to do so, we may be unable to develop or commercialize the affected product candidates or continue to utilize our existing BBB platform technology, which could harm our business, financial condition, results of operations, and growth prospects significantly. We cannot provide any assurances that third-party patents do not exist which might be enforced against our current technology, including our BBB platform technology, manufacturing methods, product candidates, or future methods or products resulting in either an injunction prohibiting our manufacture or future sales, or, with respect to our future sales, an obligation on our part to pay royalties and/or other forms of compensation to third parties, which could be significant.84Table of ContentsIn addition, each of our current license agreements, and we expect our future agreements, will impose various development, diligence, commercialization, and other obligations on us. Certain of our license agreements also require us to meet development timelines, or to exercise commercially reasonable efforts to develop and commercialize licensed products, in order to maintain the licenses. In spite of our efforts, our licensors might conclude that we have materially breached our obligations under such license agreements and might therefore terminate the license agreements, thereby removing or limiting our ability to develop and commercialize products and technology covered by these license agreements. If these in-licenses are terminated, or if the underlying patents fail to provide the intended exclusivity, competitors or other third parties would have the freedom to seek regulatory approval of, and to market, products identical to ours and we may be required to cease our development and commercialization of certain of our product candidates or of our current BBB platform technology. Any of the foregoing could have a material adverse effect on our competitive position, business, financial conditions, results of operations, and growth prospects.Moreover, disputes may arise regarding intellectual property subject to a licensing agreement, including:â€¢the scope of rights granted under the license agreement and other interpretation-related issues;â€¢the extent to which our technology and processes infringe on intellectual property of the licensor that is not subject to the licensing agreement;â€¢the sublicensing of patent and other rights under our collaborative development relationships;â€¢our diligence obligations under the license agreement and what activities satisfy those diligence obligations;â€¢the inventorship and ownership of inventions and know-how resulting from the joint creation or use of intellectual property by our licensors and us and our partners; andâ€¢the priority of invention of patented technology.In addition, the agreements under which we currently license intellectual property or technology from third parties are complex, and certain provisions in such agreements may be susceptible to multiple interpretations. The resolution of any contract interpretation disagreement that may arise could narrow what we believe to be the scope of our rights to the relevant intellectual property or technology, or increase what we believe to be our financial or other obligations under the relevant agreement, either of which could have a material adverse effect on our business, financial condition, results of operations and growth prospects. Moreover, if disputes over intellectual property that we have licensed prevent or impair our ability to maintain our current licensing arrangements on commercially acceptable terms, we may be unable to successfully develop and commercialize the affected product candidates, which could have a material adverse effect on our business, financial conditions, results of operations and growth prospects.In addition, the United States federal government retains certain rights in inventions produced with its financial assistance under the Patent and Trademark Law Amendments Act, or the Bayh-Dole Act. The federal government retains a â€œnonexclusive, nontransferable, irrevocable, paid-up licenseâ€ for its own benefit. The Bayh-Dole Act also provides federal agencies with â€œmarch-in rights.â€ March-in rights allow the government, in specified circumstances, to require the contractor or successors in title to the patent to grant a â€œnonexclusive, partially exclusive, or exclusive licenseâ€ to a â€œresponsible applicant or applicants.â€ If the patent owner refuses to do so, the government may grant the license itself. If, in the future, we co-own or license in technology which is critical to our business that is developed in whole or in part with federal funds subject to the Bayh-Dole Act, our ability to enforce or otherwise exploit patents covering such technology may be adversely affected.85Table of ContentsWe may not be able to protect our intellectual property and proprietary rights throughout the world.Filing, prosecuting, and defending patents on our BBB platform technology, product candidates and other technologies in all countries throughout the world would be prohibitively expensive, and the laws of foreign countries may not protect our rights to the same extent as the laws of the United States. Further, our ability to pursue patents throughout the world may be delayed or affected due to a public health crisis such as the COVID-19 global pandemic. Consequently, we may not be able to prevent third parties from practicing our inventions in all countries outside the United States, or from selling or importing products made using our inventions in and into the United States or other jurisdictions. Competitors may use our technologies in jurisdictions where we have not obtained patent protection to develop their own products and, further, may export otherwise infringing products to territories where we have patent protection but enforcement is not as strong as that in the United States. These products may compete with our products, and our patents or other intellectual property rights may not be effective or sufficient to prevent them from competing.Many companies have encountered significant problems in protecting and defending intellectual property rights in foreign jurisdictions. The legal systems of certain countries, particularly certain developing countries, do not favor the enforcement of patents, trade secrets, and other intellectual property protection, particularly those relating to biotechnology products, which could make it difficult for us to stop the infringement of our patents or marketing of competing products in violation of our intellectual property and proprietary rights generally. In Europe, as of June 1, 2023, the Unitary Patent Court (UPC) has exclusive jurisdiction over Unitary Patents and offers a uniform and specialized framework for patent litigation at the European level. Furthermore, European applications have the option, upon grant of a patent, of becoming a Unitary Patent and therefore subject to UPC. As the UPC is a new court system, there is no precedent for the court, increasing the uncertainty. Proceedings to enforce our intellectual property and proprietary rights in foreign jurisdictions could result in substantial costs and divert our efforts and attention from other aspects of our business, could put our patents at risk of being invalidated or interpreted narrowly, could put our patent applications at risk of not issuing, and could provoke third parties to assert claims against us. We may not prevail in any lawsuits that we initiate, and the damages or other remedies awarded, if any, may not be commercially meaningful. Accordingly, our efforts to enforce our intellectual property and proprietary rights around the world may be inadequate to obtain a significant commercial advantage from the intellectual property that we develop or license.Geopolitical actions in the United States and in foreign countries could increase the uncertainties and costs surrounding the prosecution or maintenance of our patent applications or those of any current or future licensors and the maintenance, enforcement or defense of our issued patents or those of any current or future licensors. For example, the United States and foreign government actions related to Russia's invasion of Ukraine may limit or prevent filing, prosecution, and maintenance of patent applications in Russia. Government actions may also prevent maintenance of issued patents in Russia. These actions could result in abandonment or lapse of our patents or patent applications, resulting in partial or complete loss of patent rights in Russia. If such an event were to occur, it could have a material adverse effect on our business. In addition, a decree was adopted by the Russian government in March 2022, allowing Russian companies and individuals to exploit inventions owned by patentees that have citizenship or nationality in, are registered in, or predominately have primary place of business or profit-making activities in the United States and other countries that Russia has deemed unfriendly without consent or compensation. Consequently, we may be unable to prevent third parties from practicing our inventions in Russia or from selling or importing products made using our inventions in and into Russia. Accordingly, our competitive position may be impaired, and our business, financial condition, results of operations and prospects may be adversely affected.86Table of ContentsMany countries have compulsory licensing laws under which a patent owner may be compelled to grant licenses to third parties. In addition, many countries limit the enforceability of patents against government agencies or government contractors. In these countries, the patent owner may have limited remedies, which could materially diminish the value of such patent. If we or any of our licensors is forced to grant a license to third parties with respect to any patents relevant to our business, our competitive position may be impaired, and our business, financial condition, results of operations, and growth prospects may be adversely affected.Obtaining and maintaining our patent protection depends on compliance with various procedural, document submission, fee payment, and other requirements imposed by government patent agencies, and our patent protection could be reduced or eliminated for non-compliance with these requirements.Periodic maintenance fees, renewal fees, annuity fees, and various other government fees on patents and applications will be due to be paid to the USPTO and various government patent agencies outside of the United States over the lifetime of our owned or licensed patents and applications. In certain circumstances, we rely on our licensing partners to pay these fees due to U.S. and non-U.S. patent agencies. The USPTO and various non-U.S. government agencies require compliance with several procedural, documentary, fee payment, and other similar provisions during the patent application process. We are also dependent on our licensors to take the necessary action to comply with these requirements with respect to our licensed intellectual property. In some cases, an inadvertent lapse can be cured by payment of a late fee or by other means in accordance with the applicable rules. There are situations, however, in which non-compliance can result in abandonment or lapse of the patent or patent application, resulting in a partial or complete loss of patent rights in the relevant jurisdiction. In such an event, potential competitors might be able to enter the market with similar or identical products or technology, which could have a material adverse effect on our business, financial condition, results of operations and growth prospects.Geopolitical actions in the United States and in foreign countries could prevent us from continuing to make these periodic payments in certain locations. For example, the United States and foreign government actions related to Russia's invasion of Ukraine may limit our ability to make or prevent us from making these payments in Russia. These actions could result in abandonment or lapse of our patents or patent applications, resulting in partial or complete loss of patent rights in Russia, which could adversely affect our business.Changes in U.S. patent law could diminish the value of patents in general, thereby impairing our ability to protect our products.Changes in either the patent laws or interpretation of the patent laws in the United States could increase the uncertainties and costs surrounding the prosecution of patent applications and the enforcement or defense of issued patents. Assuming that other requirements for patentability are met, prior to March 2013, in the United States, the first to invent the claimed invention was entitled to the patent, while outside the United States, the first to fileÂ a patent application was entitled to the patent. After March 2013, under the Leahy-Smith America Invents Act (the "America Invents Act"), enacted in September 2011, the United States transitioned to a first inventor to file system in which, assuming that other requirements for patentability are met, the first inventor to fileÂ a patent application will be entitled to the patent on an invention regardless of whether a third party was the first to invent the claimed invention. A third party that files a patent application in the USPTO after March 2013, but before us could therefore be awarded a patent covering an invention of ours even if we had made the invention before it was made by such third party. This will require us to be cognizant going forward of the time from invention to filing of a patent application. Since patent applications in the United States and most other countries are confidential for a period of time after filing or until issuance, we cannot be certain that we or our licensors were the first to either (i)Â file any patent application related to our BBB platform technology, product candidates or other technologies or (ii)Â invent any of the inventions claimed in our or our licensorâ€™s patents or patent applications.87Table of ContentsThe America Invents Act also includes a number of significant changes that affect the way patent applications will be prosecuted and also may affect patent litigation. These include allowing third-party submission of prior art to the USPTO during patent prosecution and additional procedures to attack the validity of a patent by USPTO administered post-grant proceedings, including post-grant review,Â inter partesÂ review, and derivation proceedings. Because of a lower evidentiary standard in USPTO proceedings compared to the evidentiary standard in United States federal courts necessary to invalidate a patent claim, a third party could potentially provide evidence in a USPTO proceeding sufficient for the USPTO to hold a claim invalid even though the same evidence would be insufficient to invalidate the claim if first presented in a district court action. Accordingly, a third party may attempt to use the USPTO procedures to invalidate our patent claims that would not have been invalidated if first challenged by the third party as a defendant in a district court action. Therefore, the America Invents Act and its implementation could increase the uncertainties and costs surrounding the prosecution of our owned or in-licensed patent applications and the enforcement or defense of our owned or in-licensed issued patents, all of which could have a material adverse effect on our business, financial condition, results of operations and growth prospects.In addition, the patent positions of companies in the development and commercialization of biologics and pharmaceuticals are particularly uncertain. Recent U.S. Supreme Court rulings have narrowed the scope of patent protection available in certain circumstances and weakened the rights of patent owners in certain situations. For example, the Supreme Court of the United States held in Amgen v. Sanofi (2023) that a functionally claimed genus was invalid for failing to comply with the enablement requirement of the Patent Act. In addition, the Federal circuit recently issued a decision involving the interaction of patent term adjustment (PTA), terminal disclaimers, and obvious-type double patenting. This combination of events has created uncertainty with respect to the validity and enforceability of patents, once obtained. Depending on future actions by the U.S. Congress, the federal courts, and the USPTO, the laws and regulations governing patents could change in unpredictable ways that could have a material adverse effect on our existing patent portfolio and our ability to protect and enforce our intellectual property in the future. For example, in Assoc. for Molecular Pathology v. Myriad Genetics, Inc. (2013), the U.S. Supreme Court held that certain claims to DNA molecules are not patentable. While we do not believe that any of the patents owned or licensed by us will be found invalid based on this decision, we cannot predict how future decisions by the courts, the U.S. Congress or the USPTO may impact the value of our patents. For example, the Inflation Reduction Act (IRA) passed by Congress authorizes the Secretary of the Department of Health and Human Services (HHS) to negotiate prices directly with participating manufacturers for selected medicines covered by Medicare even if these medicines are protected by an existing patent. For small molecule medicines, the process begins seven years after initial approval by the FDA. While we do not believe that the IRA or its effects will impact our ability to obtain patents in the near future, we cannot be certain whether it will affect our patent strategy in the long run.88Table of ContentsIssued patents covering our BBB platform technology, product candidates and other technologies could be found invalid or unenforceable if challenged in court or before administrative bodies in the United States or abroad.If we or one of our licensors initiated legal proceedings against a third party to enforce a patent covering our BBB platform technology, product candidates or other technologies, the defendant could counterclaim that such patent is invalid or unenforceable or raise a defense to infringement. In patent litigation in the United States, defendant counterclaims alleging invalidity or unenforceability are commonplace. Grounds for a validity challenge could be an alleged failure to meet any of several statutory requirements, including lack of subject matter eligibility for patenting, novelty, obviousness, or non-enablement. Grounds for an unenforceability assertion could be an allegation that someone connected with prosecution of the patent withheld relevant information from the USPTO, or made a misleading statement, during prosecution. Grounds for defenses to infringement include statutory exemptions to patent infringement for uses related to submitting information to regulatory authorities to seek certain regulatory approvals. Third parties may raise claims challenging the validity or enforceability of our owned or in-licensed patents before administrative bodies in the United States or abroad, even outside the context of litigation. Such mechanisms include re-examination, post-grant review,Â inter partesÂ review, interference proceedings, derivation proceedings, and equivalent proceedings in foreign jurisdictions (e.g., opposition proceedings). Such proceedings could result in the revocation of, cancellation of, or amendment to our patents in such a way that they no longer cover our BBB platform technology, product candidates or other technologies. The outcome following legal assertions of invalidity and unenforceability is unpredictable. With respect to the validity question, for example, a judge or jury could find that our patent claims laws of nature or are otherwise ineligible for patenting, and we cannot be certain that there is no invalidating prior art, of which we or our licensing partners and the patent examiner were unaware during prosecution. If a third party were to prevail on a legal assertion of invalidity or unenforceability, we would lose at least part, and perhaps all, of the patent protection on our BBB platform technology, product candidates or other technologies. Such a loss of patent protection would have a material adverse impact on our business, financial condition, results of operations and growth prospects.89Table of ContentsPatent terms may be inadequate to protect our competitive position on our product candidates for an adequate amount of time.Patent rights are of limited duration. In the United States, if all maintenance fees are paid timely, the natural expiration of a patent is generally 20 years after its first effective filing date. Given the amount of time required for the development, testing and regulatory review of new product candidates, patents protecting such candidates might expire before or shortly after such product candidates are commercialized. Even if patents covering our product candidates are obtained, once the patent life has expired for a product, we may be open to competition from biosimilar or generic products. As a result, our patent portfolio may not provide us with sufficient rights to exclude others from commercializing product candidates similar or identical to ours. Upon issuance in the United States, the term of a patent can be increased by patent term adjustment, which is based on certain delays caused by the USPTO, but this increase can be reduced or eliminated based on certain delays caused by the patent applicant during patent prosecution. The term of a United States patent may also be shortened if the patent is terminally disclaimed over an earlier-filed patent. A patent term extension (PTE) based on regulatory delay may be available in the United States. However, only a single patent can be extended for each marketing approval, and any patent can be extended only once, for a single product. Moreover, the scope of protection during the period of the PTE does not extend to the full scope of the claim, but instead only to the scope of the product as approved. Laws governing analogous PTEs in foreign jurisdictions vary widely, as do laws governing the ability to obtain multiple patents from a single patent family. Additionally, we may not receive an extension if we fail to exercise due diligence during the testing phase or regulatory review process, apply within applicable deadlines, fail to apply prior to expiration of relevant patents or otherwise fail to satisfy applicable requirements. If we are unable to obtain PTE or restoration, or the term of any such extension is less than we request, the period during which we will have the right to exclusively market our product will be shortened and our competitors may obtain approval of competing products following our patent expiration and may take advantage of our investment in development and clinical trials by referencing our clinical and nonclinical data to launch their product earlier than might otherwise be the case, and our revenue could be reduced, possibly materially.We may be subject to claims challenging the inventorship of our patents and other intellectual property.We or our licensors may be subject to claims that former employees, collaborators or other third parties have an interest in our owned or in-licensed patents, trade secrets, or other intellectual property as an inventor or co-inventor. For example, we or our licensors may have inventorship disputes arise from conflicting obligations of employees, consultants or others who are involved in developing our BBB platform technology, product candidates, or other technologies. Litigation may be necessary to defend against these and other claims challenging inventorship or our or our licensorsâ€™ ownership of our owned or in-licensed patents, trade secrets, or other intellectual property. If we or our licensors fail in defending any such claims, in addition to paying monetary damages, we may lose valuable intellectual property rights, such as exclusive ownership of, or right to use, intellectual property that is important to our BBB platform technology, product candidates and other technologies. Even if we are successful in defending against such claims, litigation could result in substantial costs and be a distraction to management and other employees. Any of the foregoing could have a material adverse effect on our business, financial condition, results of operations, and growth prospects.If we are unable to protect the confidentiality of our trade secrets, our business and competitive position would be harmed.In addition to seeking patents for our BBB platform technology, product candidates and other technologies, we also rely on trade secrets and confidentiality agreements to protect our unpatented know-how, technology, and other proprietary information and to maintain our competitive position. Trade secrets and know-how can be difficult to protect. We expect our trade secrets and know-how to over time be disseminated within the industry through independent development, the publication of journal articles describing the methodology, and the movement of personnel from academic to industry scientific positions.90Table of ContentsWe seek to protect these trade secrets and other proprietary technology, in part, by entering into nondisclosure and confidentiality agreements with parties who have access to them, such as our employees, corporate collaborators, outside scientific collaborators, CROs, contract manufacturers, consultants, advisors, and other third parties. We also enter into confidentiality and invention or patent assignment agreements with our employees and consultants as well as train our employees not to bring or use proprietary information or technology from former employers to us or in their work, and remind former employees when they leave their employment of their confidentiality obligations. We cannot guarantee that we have entered into such agreements with each party that may have or have had access to our trade secrets or proprietary technology and processes. Despite our efforts, any of these parties may breach the agreements and disclose our proprietary information, including our trade secrets, and we may not be able to obtain adequate remedies for such breaches. Enforcing a claim that a party illegally disclosed or misappropriated a trade secret is difficult, expensive, and time-consuming, and the outcome is unpredictable. In addition, some courts inside and outside the United States are less willing or unwilling to protect trade secrets. If any of our trade secrets were to be lawfully obtained or independently developed by a competitor or other third party, we would have no right to prevent them from using that technology or information to compete with us. If any of our trade secrets were to be disclosed to or independently developed by a competitor or other third party, our competitive position would be materially and adversely harmed.We may not be successful in obtaining, through acquisitions, in-licenses or otherwise, necessary rights to our BBB platform technology, product candidates or other technologies.We currently have rights to intellectual property, through licenses from third parties, to identify and develop our BBB platform technology and product candidates. Many pharmaceutical companies, biotechnology companies, and academic institutions are competing with us in the fields of neurodegenerative and lysosomal storage diseases and BBB technology and may have patents and have filed and plan to file patent applications potentially relevant to our business. In order to avoid infringing these third-party patents, we may find it necessary or prudent to obtain licenses to such patents from such third-party intellectual property holders. We may also require licenses from third parties for certain BBB technologies that we are evaluating for use with our current or future product candidates. In addition, with respect to any patents we co-own with third parties, we may require licenses to such co-ownersâ€™ interest to such patents. However, we may be unable to secure such licenses or otherwise acquire or in-license any compositions, methods of use, processes, or other intellectual property rights from third parties that we identify as necessary for our current or future product candidates and our BBB platform technology. The licensing or acquisition of third-party intellectual property rights is a competitive area, and several more established companies may pursue strategies to license or acquire third-party intellectual property rights that we may consider attractive or necessary. These established companies may have a competitive advantage over us due to their size, capital resources, and greater clinical development and commercialization capabilities. In addition, companies that perceive us to be a competitor may be unwilling to assign or license rights to us. We also may be unable to license or acquire third-party intellectual property rights on terms that would allow us to make an appropriate return on our investment or at all. If we are unable to successfully obtain rights to required third-party intellectual property rights or maintain the existing intellectual property rights we have, we may have to abandon development of the relevant program or product candidate, which could have a material adverse effect on our business, financial condition, results of operations, and growth prospects.We may be subject to claims that our employees, consultants, or advisors have wrongfully used or disclosed alleged trade secrets of their current or former employers or claims asserting ownership of what we regard as our own intellectual property.91Table of ContentsMany of our employees, consultants, and advisors are currently or were previously employed at universities or other biotechnology or pharmaceutical companies, including our licensors, competitors, and potential competitors. Although we try to ensure that our employees, consultants, and advisors do not use the proprietary information or know-how of others in their work for us, we may be subject to claims that we or these individuals have used or disclosed intellectual property, including trade secrets or other proprietary information, of any such individualâ€™s current or former employer. Litigation may be necessary to defend against these claims. If we fail in defending any such claims, in addition to paying monetary damages, we may lose valuable intellectual property rights or personnel. Even if we are successful in defending against such claims, litigation could result in substantial costs and be a distraction to management.In addition, while it is our policy to require our employees and contractors who may be involved in the conception or development of intellectual property to execute agreements assigning such intellectual property to us, we may be unsuccessful in executing such an agreement with each party who, in fact, conceives or develops intellectual property that we regard as our own. The assignment of intellectual property rights may not be self-executing or the assignment agreements may be breached, and we may be forced to bring claims against third parties or defend claims that they may bring against us to determine the ownership of what we regard as our intellectual property. Such claims could have a material adverse effect on our business, financial condition, results of operations, and growth prospects.Third-party claims of intellectual property infringement, misappropriation, or other violation against us, our licensors, or our collaborators may prevent or delay the development and commercialization of our BBB platform technology, product candidates, and other technologies.The fields of discovering treatments for neurodegenerative and lysosomal storage diseases, especially using BBB technology, is highly competitive and dynamic. Due to the focused research and development that is taking place by several companies, including us and our competitors, in these fields, the intellectual property landscape is in flux, and it may remain uncertain in the future. As such, there may be significant intellectual property litigation and proceedings relating to our owned, in-licensed, and other third-party intellectual property and proprietary rights in the future.Our commercial success depends in part on our, our licensorsâ€™ and our collaboratorsâ€™ ability to avoid infringing, misappropriating, and otherwise violating the patents and other intellectual property rights of third parties. There is a substantial amount of complex litigation involving patents and other intellectual property rights in the biotechnology and pharmaceutical industries, as well as administrative proceedings for challenging patents, including interference, derivation, and reexamination proceedings before the USPTO or oppositions and other comparable proceedings in foreign jurisdictions. As discussed above, recently, due to changes in U.S. law referred to as patent reform, new procedures including inter partes review and post-grant review have been implemented. As stated above, this reform adds uncertainty to the possibility of challenge to our patents in the future.92Table of ContentsNumerous U.S. and foreign issued patents and pending patent applications owned by third parties exist relating to BBB technology and in the fields in which we are developing our product candidates. As the biotechnology and pharmaceutical industries expand and more patents are issued, the risk increases that our BBB platform technology, product candidates, and other technologies may give rise to claims of infringement of the patent rights of others. We cannot assure you that our BBB platform technology, product candidates, and other technologies that we have developed, are developing or may develop in the future will not infringe existing or future patents owned by third parties. We may not be aware of patents that have already been issued and that a third party, for example, a competitor in the fields in which we are developing our BBB platform technology, product candidates, and other technologies might assert are infringed by our current or future BBB platform technology, product candidates or other technologies, including claims to compositions, formulations, methods of manufacture or methods of use or treatment that cover our BBB platform technology, product candidates, or other technologies. It is also possible that patents owned by third parties of which we are aware, but which we do not believe are relevant to our BBB platform technology, product candidates, or other technologies, could be found to be infringed by our BBB platform technology, product candidates, or other technologies. In addition, because patent applications can take many years to issue, there may be currently pending patent applications that may later result in issued patents that our BBB platform technology, product candidates, or other technologies may infringe.Third parties may have patents or obtain patents in the future and claim that the manufacture, use, or sale of our BBB platform technology, product candidates, or other technologies infringes upon these patents. In the event that any third-party claims that we infringe their patents or that we are otherwise employing their proprietary technology without authorization and initiates litigation against us, even if we believe such claims are without merit, a court of competent jurisdiction could hold that such patents are valid, enforceable, and infringed by our BBB platform technology, product candidates, or other technologies. In this case, the holders of such patents may be able to block our ability to commercialize the applicable product candidate or technology unless we obtain a license under the applicable patents, or until such patents expire or are finally determined to be held invalid or unenforceable. Such a license may not be available on commercially reasonable terms or at all. Even if we are able to obtain a license, the license would likely obligate us to pay license fees or royalties or both, and the rights granted to us might be nonexclusive, which could result in our competitors gaining access to the same intellectual property. If we are unable to obtain a necessary license to a third-party patent on commercially reasonable terms, we may be unable to commercialize our BBB platform technology, product candidates, or other technologies, or such commercialization efforts may be significantly delayed, which could in turn significantly harm our business.Defense of infringement claims, regardless of their merit, would involve substantial litigation expense and would be a substantial diversion of management and other employee resources from our business, and may impact our reputation. In the event of a successful claim of infringement against us, we may be enjoined from further developing or commercializing our infringing BBB platform technology, product candidates, or other technologies. In addition, we may have to pay substantial damages, including treble damages and attorneysâ€™ fees for willful infringement, obtain one or more licenses from third parties, pay royalties, and/or redesign our infringing product candidates or technologies, which may be impossible or require substantial time and monetary expenditure. In that event, we would be unable to further develop and commercialize our BBB platform technology, product candidates, or other technologies, which could harm our business significantly.Engaging in litigation to defend against third parties alleging that we have infringed, misappropriated, or otherwise violated their patents or other intellectual property rights is very expensive, particularly for a company of our size, and time-consuming. Some of our competitors may be able to sustain the costs of litigation or administrative proceedings more effectively than we can because of greater financial resources. Patent litigation and other proceedings may also absorb significant management time. Uncertainties resulting from the initiation and continuation of patent litigation or other proceedings against us could impair our ability to compete in the marketplace. The occurrence of any of the foregoing could have a material adverse effect on our business, financial condition, or results of operations or growth prospects.93Table of ContentsWe may become involved in lawsuits to protect or enforce our patents and other intellectual property rights, which could be expensive, time consuming, and unsuccessful.Competitors may infringe our patents or the patents of our licensing partners, or we may be required to defend against claims of infringement. In addition, our patents or the patents of our licensing partners also may become involved in inventorship, priority, or validity disputes. To counter or defend against such claims can be expensive and time consuming. In an infringement proceeding, a court may decide that a patent in which we have an interest is invalid or unenforceable, the other partyâ€™s use of our patented technology falls under the safe harbor to patent infringement under 35 U.S.C. Â§271(e)(1), or may refuse to stop the other party from using the technology at issue on the grounds that our owned and in-licensed patents do not cover the technology in question. An adverse result in any litigation proceeding could put one or more of our owned or in-licensed patents at risk of being invalidated or interpreted narrowly. Furthermore, because of the substantial amount of discovery required in connection with intellectual property litigation, there is a risk that some of our confidential information could be compromised by disclosure during this type of litigation.Even if resolved in our favor, litigation or other legal proceedings relating to intellectual property claims may cause us to incur significant expenses and could distract our personnel from their normal responsibilities. In addition, there could be public announcements of the results of hearings, motions, or other interim proceedings or developments, and if securities analysts or investors perceive these results to be negative, it could have a substantial adverse effect on the price of our common stock. Such litigation or proceedings could substantially increase our operating losses and reduce the resources available for development activities or any future sales, marketing, or distribution activities. We may not have sufficient financial or other resources to conduct such litigation or proceedings adequately. Some of our competitors may be able to sustain the costs of such litigation or proceedings more effectively than we can because of their greater financial resources and more mature and developed intellectual property portfolios. Uncertainties resulting from the initiation and continuation of patent litigation or other proceedings could have a material adverse effect on our ability to compete in the marketplace.If our trademarks and trade names are not adequately protected, then we may not be able to build name recognition in our markets of interest and our business may be adversely affected.Our registered or unregistered trademarks or trade names may be challenged, infringed, circumvented, declared generic, or determined to be infringing on other marks. We may not be able to protect our rights to these trademarks and trade names, which we need to build name recognition among potential partners or customers in our markets of interest. At times, competitors or other third parties may adopt trade names or trademarks similar to ours, thereby impeding our ability to build brand identity and possibly leading to market confusion. In addition, there could be potential trade name or trademark infringement claims brought by owners of other registered trademarks or trademarks that incorporate variations of our registered or unregistered trademarks or trade names. Over the long term, if we are unable to establish name recognition based on our trademarks and trade names, then we may not be able to compete effectively and our business may be adversely affected. Our efforts to enforce or protect our proprietary rights related to trademarks, trade secrets, domain names, copyrights, or other intellectual property may be ineffective and could result in substantial costs and diversion of resources and could adversely affect our business, financial condition, results of operations, and growth prospects.Risks Related to Our OperationsWe are highly dependent on our key personnel, and if we are not successful in attracting, motivating and retaining highly qualified personnel, we may not be able to successfully implement our business strategy.94Table of ContentsOur ability to compete in the highly competitive biotechnology and pharmaceutical industries depends upon our ability to attract, motivate and retain highly qualified managerial, scientific, and medical personnel. We are highly dependent on our management, particularly our Chief Executive Officer, Dr.Â Ryan Watts, and our scientific and medical personnel. The loss of the services provided by any of our executive officers, other key employees, and other scientific and medical advisors, and our inability to find suitable replacements, could result in delays in the development of our product candidates and harm our business.We primarily conduct our operations at our facility in South San Francisco, a region that is headquarters to many other biopharmaceutical companies and many academic and research institutions. Competition for skilled personnel is intense and the turnover rate can be high, which may limit our ability to hire and retain highly qualified personnel on acceptable terms or at all. We expect that we may need to recruit talent from outside of our region, and doing so may be costly and difficult.To induce valuable employees to remain at our company, in addition to salary and cash incentives, we have provided restricted stock and stock option grants that vest over time. The value to employees of these equity grants that vest over time may be significantly affected by movements in our stock price that are beyond our control, and may at any time be insufficient to counteract more lucrative offers from other companies. Although we have employment agreements with our key employees, these employment agreements provide for at-will employment, which means that any of our employees could leave our employment at any time, with or without notice. We do not maintain â€œkey manâ€ insurance policies on the lives of all of these individuals or the lives of any of our other employees. If we are unable to attract and incentivize quality personnel on acceptable terms, or at all, it may cause our business and operating results to suffer.We will need to grow the size and capabilities of our organization, and we may experience difficulties in managing this growth.As of September 30, 2024, we had approximately 390 employees, all of whom were full-time. As our development plans and strategies develop, we must add a significant number of additional managerial, operational, financial, and other personnel. Future growth will impose significant added responsibilities on members of management, including recruiting, integrating, and retaining additional employees; managing our internal development efforts; and expanding our controls, reporting systems, and procedures.Our future financial performance and our ability to continue to develop and, if approved, commercialize our product candidates will depend, in part, on our ability to effectively manage any future growth. Our management may also have to divert a disproportionate amount of its attention away from day-to-day activities in order to manage these growth activities.We currently rely, and for the foreseeable future will continue to rely, in substantial part on certain independent organizations, advisors, and consultants to provide certain services. There can be no assurance that the services of these independent organizations, advisors, and consultants will continue to be available to us on a timely basis when needed, or that we can find qualified replacements. In addition, if we are unable to effectively manage our outsourced activities or if the quality or accuracy of the services provided by consultants is compromised for any reason, our clinical trials may be extended, delayed, or terminated, and we may not be able to obtain regulatory approval of our product candidates or otherwise advance our business. There can be no assurance that we will be able to manage our existing consultants or find other competent outside contractors and consultants on economically reasonable terms, if at all.If we are not able to effectively manage our growth, we may not be able to successfully implement the tasks necessary to further develop our product candidates and, accordingly, may not achieve our research, development, and commercialization goals.95Table of ContentsWe have engaged in and may in the future engage in acquisitions or strategic partnerships, which may increase our capital requirements, dilute our stockholders, cause us to incur debt or assume contingent liabilities, and subject us to other risks.We have in the past engaged in acquisitions and strategic partnerships, and we may engage in various acquisitions and strategic partnerships in the future, including licensing or acquiring complementary products, intellectual property rights, technologies, or businesses as part of our business strategy. For example, we have collaboration agreements with Takeda, Sanofi and Biogen, and issued stock in connection with entering into certain of those agreements in 2018 and 2020. Any such transaction may entail numerous risks, including:â€¢increased operating expenses and cash requirements;â€¢the assumption of indebtedness or contingent liabilities;â€¢the issuance of our equity securities which would result in dilution to our stockholders;â€¢assimilation of operations, intellectual property, products and product candidates of an acquired company, including difficulties associated with integrating new personnel;â€¢the diversion of our managementâ€™s attention from our existing product programs and initiatives in pursuing such an acquisition or strategic partnership;â€¢the loss of key employees, and uncertainties in our ability to maintain key business relationships;â€¢risks and uncertainties associated with the other party to such a transaction, including the prospects of that party and their existing products or product candidates and regulatory approvals; andâ€¢our inability to generate revenue from acquired intellectual property, technology and/or products sufficient to meet our objectives or offset the associated transaction and maintenance costs.In addition, if we undertake such a transaction, we may issue dilutive securities, assume or incur debt obligations, incur large one-time expenses and acquire intangible assets that could result in significant future amortization expense.Our internal computer systems, or those used by our third-party research institution collaborators, CROs, or other contractors or consultants, may fail or suffer other breakdowns, cyberattacks, or information security breaches or incidents that could compromise the confidentiality, integrity, and availability of such systems and data, expose us to liability, and affect our reputation.We are increasingly dependent upon information technology systems, infrastructure, and data to operate our business. We also rely on third-party vendors and their information technology systems. Despite the implementation of security measures, our internal computer systems and those of our collaborators, CROs, and other contractors and consultants may be vulnerable to damage, outages and interruptions resulting from computer viruses and other malicious code or unauthorized access, or breached, compromised, or otherwise subject to security incidents due to operator error, malfeasance, or other system disruptions. Geopolitical events, such as war and armed conflicts, may increase the risks of cyber-attacks, disruptions, and security breaches and incidents that we and these third parties face. As the cyber-threat landscape evolves, attacks are growing in frequency, sophistication, and intensity, and are becoming increasingly difficult to detect. Security threats can come from a variety of sources, ranging in sophistication from an individual hacker to a state-sponsored attack. Cyber threats may be broad-based or otherwise generic in nature, or they may be custom-crafted against our information systems or those of our collaborators, CROs, or other contractors or consultants. 96Table of ContentsOver the past few years, cyber-attacks have become more prevalent, intense, sophisticated, and much harder to detect and defend against. Such attacks could include the use of key loggers or other harmful and virulent malware, including ransomware or other denials of service, and can be deployed through malicious websites, the use of social engineering and/or other means. We and our collaborators, CROs, or other contractors and consultants may not be able to anticipate all types of security threats, and we may not be able to implement preventive measures effective against all such security threats. The techniques used by cyber criminals change frequently, may not be recognized until launched, and can originate from a wide variety of sources. Although to our knowledge we have not experienced any such material system failure or security breach or incident to date, if a breakdown, cyberattack or other information security breach or incident were to occur and cause interruptions in our operations, it could result in a material disruption of our development programs and our business operations, whether due to loss or misappropriation of trade secrets or loss of, or unauthorized modification, unavailability, disclosure, or other unauthorized processing of other proprietary information or other similar disruption and we could incur liability and reputational damage. For example, any corruption, loss, or other unavailability of clinical trial data from completed, ongoing or future clinical trials could result in delays in our regulatory approval efforts and significantly increase our costs to recover or reproduce the data. Likewise, we rely on our third-party research institution collaborators for research and development of our product candidates and other third parties for the manufacture of our product candidates and to conduct clinical trials, and similar events relating to their computer systems could also have a material adverse effect on our business.Cyber-attacks, breaches, interruptions, or other data security incidents could result in legal claims or proceedings by private parties or governmental authorities, liability under federal or state laws that protect the privacy of personal information, regulatory penalties, significant remediation costs, disrupt key business operations, and divert attention of management and key information technology resources. In the United States, notice of breaches must be made to affected individuals, the U.S. Secretary of the Department of Health and Human Services ("HHS"), and for extensive breaches, notice may need to be made to the media or U.S. state attorneys general. Such a notice could harm our reputation and our ability to compete. In addition, U.S. state attorneys general are authorized to bring civil actions seeking either injunctions or damages in response to violations that threaten the privacy of state residents. There can be no assurance that we, our collaborators, CROs, contractors, consultants, and any other business counterparties will be successful in efforts to detect, prevent, protect against, or fully recover systems or data from all break-downs, service interruptions, attacks, or security breaches or incidents. Although we maintain standalone cybersecurity insurance, the costs related to significant security breaches, incidents, or disruptions could be material and exceed the limits of any insurance coverage we have, and may result in increases in our insurance costs. Relevant insurance may in the future become unavailable to us on commercially reasonable terms or at all. Any disruption or security breach or incident that results in or is perceived to have resulted in a loss of, or damage to, our data or systems, or inappropriate disclosure, use, acquisition, transfer, modification, unavailability, or other processing of confidential or proprietary information, including data related to our personnel, could result in the loss, unauthorized modification, use, unavailability, disclosure or other unauthorized processing of critical or sensitive data, and could cause us to incur liability. Further, in any such event, the development and commercialization of our product candidates could be delayed and our business and operations could be adversely affected. Any of the foregoing could result in financial, legal, business, or reputational harm to us.97Table of ContentsBusiness disruptions could seriously harm our future revenue and financial condition and increase our costs and expenses.Our operations, and those of our third-party research institution collaborators, CROs, CDMOs, suppliers, and other contractors and consultants, could be subject to earthquakes, power shortages, telecommunications failures, water shortages, floods, hurricanes, typhoons, fires, extreme weather conditions, public health crises such as COVID-19, and other natural or man-made disasters or business interruptions, for which we are partly uninsured. In addition, we rely on our third-party research institution collaborators for conducting research and development of our product candidates, and they may be affected by bank failures or instability in the financial services sector, government shutdowns, or withdrawn funding. The occurrence of any of these business disruptions could seriously harm our operations and financial condition and increase our costs and expenses. We rely on third-party manufacturers to produce and process our product candidates. Our ability to obtain clinical supplies of our product candidates could be disrupted if the operations of these suppliers are affected by a man-made or natural disaster or other business interruption.The majority of our operations are located in South San Francisco, California and Salt Lake City, Utah. Damage or extended periods of interruption to our corporate, development or research facilities due to fire, extreme weather conditions or natural disaster, power loss, communications failure, unauthorized entry, or other events could cause us to cease or delay development of some or all of our product candidates. Although we maintain property damage and business interruption insurance coverage on these facilities, our insurance might not cover all losses under such circumstances and our business may be seriously harmed by such delays and interruption.Our business is subject to economic, political, regulatory and other risks associated with international operations.Our business is subject to risks associated with conducting business internationally. In addition to a subsidiary located in Zurich, Switzerland, some of our suppliers and collaborative relationships are located outside the United States. Accordingly, our future results could be harmed by a variety of factors, including:â€¢economic weakness, including inflation, rising interest rates or political instability in certain non-U.S. economies and markets;â€¢differing and changing regulatory requirements in non-U.S. countries;â€¢challenges enforcing our contractual and intellectual property rights, especially in those non-U.S. countries that do not offer the same level of intellectual property protection as the United States;â€¢difficulties in compliance with non-U.S. laws and regulations;â€¢changes in non-U.S. regulations and customs, tariffs, and trade barriers;â€¢changes in non-U.S. currency exchange rates and currency controls;â€¢changes in a specific countryâ€™s or regionâ€™s political or economic environment;â€¢trade protection measures, import or export licensing requirements, or other restrictive government actions;â€¢negative consequences from changes in tax laws;â€¢compliance with tax, employment, immigration, and labor laws for employees living or traveling abroad;98Table of Contentsâ€¢workforce uncertainty in countries where labor unrest is more common than in the United States;â€¢difficulties associated with staffing and managing international operations, including differing labor relations;â€¢potential liability under the FCPA, UK Bribery Act, or comparable foreign laws;â€¢business interruptions resulting from geopolitical actions, including war and armed conflict, terrorism, natural disasters including earthquakes, typhoons, floods, and fires, or health epidemics; andâ€¢cyberattacks, which are growing in frequency, sophistication and intensity, and are becoming increasingly difficult to detect.In particular, there is currently significant uncertainty about the future relationship between the United States and various other countries, most significantly China, with respect to trade policies, treaties, tariffs, taxes, and other limitations on cross-border operations. The U.S. government has and continues to make significant additional changes in U.S. trade policy and may continue to take future actions that could negatively impact U.S. trade. For example, legislation has been introduced in Congress to limit certain U.S. biotechnology companies from using equipment or services produced or provided by select Chinese biotechnology companies, and others in Congress have advocated for the use of existing executive branch authorities to limit those Chinese service providersâ€™ ability to engage in business in the U.S. We cannot predict what actions may ultimately be taken with respect to trade relations between the United States and China or other countries, what products and services may be subject to such actions or what actions may be taken by the other countries in retaliation. If we are unable to obtain or use services from existing service providers or become unable to export or sell our products to any of our customers or service providers, our business, liquidity, financial condition, and/or results of operations would be materially and adversely affected.These and other risks associated with our planned international operations may materially adversely affect our ability to attain profitable operations.Our ability to use our net operating loss carryforwards and certain other tax attributes may be limited.As of December 31, 2023, we had federal net operating loss carryforwards of approximately $290.6 million, federal research and development tax credit carryforwards of approximately $53.1 million, and orphan tax credit carryforwards of approximately $37.4 million, some of which will begin to expire in 2034. Under Sections 382 and 383 of the United States Internal Revenue Code of 1986, as amended, (the "Code"), if a corporation undergoes an â€œownership changeâ€ (generally defined as a greater than 50-percentage-point cumulative change (by value) in the equity ownership of certain stockholders over a rolling three-year period), the corporationâ€™s ability to use its pre-change net operating loss carryforwards and other pre-change tax attributes to offset its post-change taxable income or taxes may be limited. We have experienced ownership changes in the past, and we may also experience ownership changes in the future as a result of subsequent shifts in our stock ownership, including in connection with our October 2022 offering, some of which are outside our control. Limitations may also apply under state law. For example, recently enacted California legislation limits the use of state net operating loss carryforwards for tax years beginning on or after January 1, 2024 and before January 1, 2027. As a result of this legislation or other unforeseen reasons, we may not be able to utilize some or all of our net operating loss carryforwards, even if we attain profitability.99Table of ContentsWe may be subject to adverse legislative or regulatory tax changes that could negatively impact our financial condition.The rules dealing with U.S. federal, state and local income taxation are constantly under review by legislators and by the Internal Revenue Service and the U.S. Treasury Department. Changes to tax laws (which changes may have retroactive application) have occurred and are likely to continue to occur in the future, which could adversely affect our shareholders. For example, in August 2022, the United States enacted the Inflation Reduction Act, which implemented a 15% minimum tax on book income for certain companies and introduced a 1% excise tax on stock buybacks. Changes in tax laws, regulation, or enforcement could adversely affect our stockholders or require us to implement changes to minimize increases in our tax liability.Risks Related to Ownership of Our Common StockThe market price of our common stock has been and may continue to be volatile, which could result in substantial losses for investors.The trading price of our common stock has been and may continue to be highly volatile and could be subject to wide fluctuations in response to various factors, some of which are beyond our control. In addition to the factors discussed in this "Risk Factors" section and elsewhere in this report, these factors include:Â â€¢the success of existing or new competitive products or technologies;â€¢the timing and results of clinical trials for our current product candidates and any future product candidates that we may develop;â€¢commencement or termination of collaborations for our product development and research programs;â€¢failure to achieve development, regulatory, or commercialization milestones under our collaborations;â€¢failure or discontinuation of any of our product development and research programs;â€¢failure to develop our BBB platform technology;â€¢results of preclinical studies, clinical trials, or regulatory approvals of product candidates of our competitors, or announcements about new research programs or product candidates of our competitors;â€¢regulatory or legal developments in the United States and other countries;â€¢developments or disputes concerning patent applications, issued patents, or other proprietary rights;â€¢the recruitment or departure of key personnel;â€¢the level of expenses related to any of our research programs, clinical development programs, or product candidates that we may develop;â€¢the results of our efforts to develop additional product candidates or products;â€¢actual or anticipated changes in estimates as to financial results, development timelines, or recommendations by securities analysts;100Table of Contentsâ€¢announcement or expectation of additional financing efforts;â€¢sales of our common stock by us, our insiders, or other stockholders;â€¢variations in our financial results or those of companies that are perceived to be similar to us;â€¢changes in the structure of healthcare payment systems or in accounting standards;â€¢ineffectiveness of our internal controls; â€¢significant lawsuits, including patent or stockholder litigation; â€¢market conditions in the pharmaceutical and biotechnology sectors; andâ€¢other events or factors affecting general economic, industry, and market conditions, including bank failures or instability in the financial services sector, geopolitical events such as war and armed conflict, and public health crises such as COVID-19.In recent years, the stock market in general, and the market for pharmaceutical and biotechnology companies in particular, has experienced significant price and volume fluctuations that have often been unrelated or disproportionate to changes in the operating performance of the companies whose stock is experiencing those price and volume fluctuations. Broad market and industry factors may seriously affect the market price of our common stock, regardless of our actual operating performance. In the past, when the market price of a stock has been volatile, holders of that stock have instituted securities class action litigation against the company that issued the stock. If any of our stockholders were to bring a lawsuit against us, the defense and disposition of any such lawsuits could be costly and divert the time and attention of our management and harm our operating results, regardless of the merits of such a claim.If securities analysts publish negative evaluations of our stock, or if they do not publish research or reports about our business, the price of our stock and trading volume could decline.The trading market for our common stock relies in part on the research and reports that industry or financial analysts publish about us or our business. If one or more of the analysts covering our business downgrade their evaluations of our stock, or if we fail to meet the expectations of analysts, the price of our stock could decline. If one or more of these analysts cease to cover our stock, we could lose visibility in the market for our stock, which in turn could cause our stock price or trading volume to decline.Sales of substantial amounts of our common stock in the public markets, or the perception that such sales might occur, could cause the market price of our common stock to decline significantly, even if our business is doing well.Sales of a substantial number of shares of our common stock in the public market, or the perception that these sales might occur, could depress the market price of our common stock and could impair our ability to raise capital through the sale of additional equity securities. We are unable to predict the effect that sales may have on the prevailing market price of our common stock.101Table of ContentsSales of our common stock by current stockholders may make it more difficult for us to sell equity or equity-related securities in the future at a time and price that we deem reasonable or appropriate, and make it more difficult for you to sell shares of our common stock. Certain holders of shares of our common stock have rights, subject to conditions, to require us to file registration statements covering their shares or to include their shares in registration statements that we may file for ourselves or other stockholders. For example, on February 27, 2024, we entered into a Purchase Agreement with certain existing accredited investors in connection with a strategic private offering transaction. Pursuant to this Purchase Agreement, we entered into an agreement granting an investor certain registration rights following such time that the investor may be deemed an affiliate of the Company. Any sales of securities by these stockholders, or the perception that sales will be made in the public market, could have a material adverse effect on the market price for our common stock.We have registered on Form S-8 all shares of common stock that are issuable under our 2017 Equity Incentive Plan and 2017 Employee Stock Purchase Plan. As a consequence, these shares can be freely sold in the public market upon issuance, subject to volume limitations applicable to affiliates.Raising additional capital may cause dilution to our existing stockholders, restrict our operations, or require us to relinquish rights to our technologies or product candidates.We may seek additional capital through a combination of public and private equity offerings, debt financings, strategic partnerships and alliances, and licensing arrangements. For example, in August 2020, we entered into the Provisional Biogen Collaboration Agreement, and in connection therewith issued and sold 13,310,243 shares of our common stock to Biogen in September 2020 for an aggregate purchase price of $465.0Â million. We, and indirectly, our stockholders, will bear the cost of issuing and servicing all such securities. Additionally, collaborations we enter into with third parties may provide capital in the near term but limit our potential cash flow and revenue in the future. If we raise additional funds through strategic partnerships and alliances and licensing arrangements with third parties, we may have to relinquish valuable rights to our technologies or product candidates, or grant licenses on terms unfavorable to us.In January 2020, we sold 9.0Â million shares of common stock in an underwritten follow-on offering pursuant to a shelf registration statement filed in March 2019 and, in October 2022, we sold 11.9Â million shares of common stock in an underwritten public offering pursuant to a second shelf registration statement filed in February 2022. Also in February 2022, we entered into an equity distribution agreement with Goldman Sachs & Co. LLC, SVB Securities LLC, and Cantor Fitzgerald & Co., as sales agents, to establish an at-the-market facility pursuant to which we may offer and sell from time to time up to $400.0Â million in shares of our common stock. On February 27, 2024, we announced a strategic private offering transaction in which we sold 3,244,689 shares of our common stock and pre-funded warrants to purchase 26,046,065 shares of our common stock, resulting in net proceeds of approximately $499.3Â million. Our decision to issue debt or equity securities in any future offering will depend on market conditions and other factors beyond our control, and therefore we cannot predict or estimate the amount, timing, or nature of any future offerings. To the extent that we raise additional capital through the sale of equity or debt securities, your ownership interest will be diluted, and the terms may include liquidation or other preferences that adversely affect your rights as a stockholder. The incurrence of indebtedness would result in increased fixed payment obligations and could involve restrictive covenants, such as limitations on our ability to incur additional debt, limitations on our ability to acquire, sell, or license intellectual property rights and other operating restrictions that could adversely impact our ability to conduct our business. In addition, any sales of our common stock or other securities under our shelf registration statement could put downward pressure on our stock price. Additionally, collaborations we enter into with third parties may provide capital in the near term but limit our potential cash flow and revenue in the future. If we raise additional funds through strategic partnerships and alliances and licensing arrangements with third parties, we may have to relinquish valuable rights to our technologies or product candidates, or grant licenses on terms unfavorable to us.102Table of ContentsOur principal stockholders and management own a significant percentage of our stock and will be able to exercise significant influence over matters subject to stockholder approval.Our directors, executive officers, holders of more than 5% of our outstanding stock, and their respective affiliates beneficially own a significant percentage of our outstanding common stock. As a result, these stockholders, if they act together, may significantly influence all matters requiring stockholder approval, including the election of directors and approval of significant corporate transactions. This concentration of ownership may have the effect of delaying or preventing a change in control of our company that our other stockholders may believe is in their best interests. This in turn could have a material adverse effect on our stock price and may prevent attempts by our stockholders to replace or remove the board of directors or management.If we are unable to maintain effective internal controls, our business, financial position and results of operations and growth prospects could be adversely affected.As a public company, we are subject to reporting and other obligations under the Securities Exchange Act of 1934, as amended, ("Exchange Act"), including the requirements of Section 404 of the Sarbanes-Oxley Act, which require annual management assessments of the effectiveness of our internal control over financial reporting. The rules governing the standards that must be met for management and our auditors to assess our internal control over financial reporting are complex and require significant documentation, testing, and possible remediation to meet the detailed standards under the rules. During the course of its testing, our management or auditors may identify material weaknesses or deficiencies which may not be remedied in time to meet the deadline imposed by the Sarbanes-Oxley Act. These reporting and other obligations place significant demands on our management and administrative and operational resources, including accounting resources.Our management is responsible for establishing and maintaining adequate internal control over financial reporting. Our internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with U.S. GAAP. Any failure to maintain effective internal controls could have an adverse effect on our business, financial position, results of operations, and growth prospects.Our disclosure controls and procedures may not prevent or detect all errors or acts of fraud.We are subject to the periodic reporting requirements of the Exchange Act. We designed our disclosure controls and procedures to reasonably assure that information we must disclose in reports we file or submit under the Exchange Act is accumulated and communicated to management, and recorded, processed, summarized and reported within the time periods specified in the rules and forms of the SEC. We believe that any disclosure controls and procedures or internal controls and procedures, no matter how well-conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met.These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people or by an unauthorized override of the controls. Accordingly, because of the inherent limitations in our control system, misstatements due to error or fraud may occur and not be detected.We do not expect to pay any dividends for the foreseeable future. Investors may never obtain a return on their investment.103Table of ContentsWe have never paid cash dividends on our common stock and do not anticipate that we will pay any dividends in the foreseeable future. We currently intend to retain our future earnings, if any, to maintain and expand our existing operations. If we do not pay dividends, our common stock may be less valuable because a return on your investment will only occur if our stock price appreciates, which may never occur.Delaware law and provisions in our charter documents might discourage, delay, or prevent a change in control of our company or changes in our management and, therefore, depress the trading price of our common stock.Provisions in our amended and restated certificate of incorporation and amended and restated bylaws may discourage, delay, or prevent a merger, acquisition, or other change in control that stockholders may consider favorable, including transactions in which you might otherwise receive a premium for your shares of our common stock. These provisions may also prevent or frustrate attempts by our stockholders to replace or remove our management. Therefore, these provisions could adversely affect the price of our common stock.Â Among other things, our charter documents:â€¢establish that our board of directors is divided into three classes, Class I, Class II, and Class III, with each class serving staggered three-year terms;â€¢provide that vacancies on our board of directors may be filled only by a majority of directors then in office, even though less than a quorum;â€¢provide that our directors may only be removed for cause;â€¢eliminate cumulative voting in the election of directors;â€¢authorize our board of directors to issues shares of preferred stock and determine the price and other terms of those shares, including preferences and voting rights, without stockholder approval;â€¢provide our board of directors with the exclusive right to elect a director to fill a vacancy or newly created directorship;â€¢permit stockholders to only take actions at a duly called annual or special meeting and not by written consent;â€¢prohibit stockholders from calling a special meeting of stockholders;â€¢require that stockholders give advance notice to nominate directors or submit proposals for consideration at stockholder meetings;â€¢authorize our board of directors, by a majority vote, to amend the bylaws; andâ€¢require the affirmative vote of at least 66 2/3% or more of the outstanding shares of common stock to amend many of the provisions described above.In addition, SectionÂ 203 of the General Corporation Law of the State of Delaware, (the "DGCL"), prohibits a publicly-held Delaware corporation from engaging in a business combination with an interested stockholder, generally a person which together with its affiliates owns, or within the last three years has owned, 15.0% of our voting stock, for a period of three years after the date of the transaction in which the person became an interested stockholder, unless the business combination is approved in a prescribed manner.104Table of ContentsAny provision of our amended and restated certificate of incorporation, amended and restated bylaws, or Delaware law that has the effect of delaying or preventing a change in control could limit the opportunity for our stockholders to receive a premium for their shares of our common stock and could also affect the price that some investors are willing to pay for our common stock.Our amended and restated certificate of incorporation provides that the Court of Chancery of the State of Delaware and the federal district courts of the United States of America will be the exclusive forums for substantially all disputes between us and our stockholders, which could limit our stockholdersâ€™ ability to obtain a favorable judicial forum for disputes with us or our directors, officers, or employees.Our amended and restated certificate of incorporation provides that the Court of Chancery of the State of Delaware is the exclusive forum for:â€¢any derivative action or proceeding brought on our behalf;â€¢any action asserting a claim of breach of fiduciary duty;â€¢any action asserting a claim against us arising under the DGCL, our amended and restated certificate of incorporation, or our amended and restated bylaws; andâ€¢any action asserting a claim against us that is governed by the internal-affairs doctrine.Our amended and restated certificate of incorporation further provides that the federal district courts of the United States of America will be the exclusive forum for resolving any complaint asserting a cause of action arising under the Securities Act.These exclusive-forum provisions may limit a stockholderâ€™s ability to bring a claim in a judicial forum that it finds favorable for disputes with us or our directors, officers, or other employees, which may discourage lawsuits against us and our directors, officers, and other employees. If a court were to find either exclusive-forum provision in our amended and restated certificate of incorporation to be inapplicable or unenforceable in an action or we do not enforce such provision, we may incur additional costs associated with resolving the dispute in other jurisdictions, which could seriously harm our business.ITEM 2.Â Â Â Â UNREGISTERED SALES OF EQUITY SECURITIES AND USE OF PROCEEDS Recent Sales of Unregistered SecuritiesOn February 27, 2024, we entered into a Purchase Agreement with certain existing accredited investors for the private placement of (i) 3,244,689 shares of our common stock at a price of $17.07 per share and (ii) Pre-Funded Warrants to purchase an aggregate of 26,046,065 shares of our common stock at a purchase price of $17.06 per Pre-Funded Warrant, resulting in net proceeds of approximately $499.3 million. The Pre-Funded Warrants are exercisable at an exercise price of $0.01 and will be exercisable until exercised in full. The holders of Pre-Funded Warrants may not exercise a Pre-Funded Warrant if the holder, together with its affiliates, would beneficially own more than 4.99% of the number of shares of common stock outstanding immediately after giving effect to such exercise. The holders of Pre-Funded Warrants may increase or decrease such percentage not in excess of 19.99%, in the case of an increase, by providing at least 61 daysâ€™ prior notice to the Company. The private placement closed on February 29, 2024, subject to customary closing conditions. We intend to use the net proceeds from the private placement to support our ongoing research and development activities, the acceleration and expansion of our proprietary BBB-crossing TV technology, as well as general corporate purposes and working capital. We filed a registration statement on March 22, 2024 for purposes of registering the shares of common stock sold in the private placement (including the shares of common stock underlying the Pre-Funded Warrants). We also granted a certain investor certain director nomination and additional registration rights, subject to certain exceptions, conditions, and limitations.105Table of ContentsWe are relying on the exemptions from registration available under Section 4(a)(2) and/or Rule 506(b) of Regulation D promulgated under the Securities Act with respect to transactions by an issuer not involving any public offering, and we filed a Form D with respect to the private placement.Use of Proceeds from Registered SecuritiesIn October 2022, we sold 11.9Â million shares of common stock (inclusive of shares sold pursuant to an over-allotment option granted to the underwriters in connection with the offering) through an underwritten public offering at a price of $26.50 per share for aggregate net proceeds of approximately $296.2Â million. There have been no material changes in the planned use of the net proceeds from the follow-on public offering as described in the final prospectus supplement filed with the SEC on October 20, 2022. We have invested the funds received in short to intermediate term, interest-bearing investment-grade securities and government securities.Issuer Purchases of Equity SecuritiesNot applicable. ITEM 3.Â Â Â Â DEFAULTS UPON SENIOR SECURITIESNot applicable.ITEM 4.Â Â Â Â MINE SAFETY DISCLOSURESNot applicable.ITEM 5.Â Â Â Â OTHER INFORMATIONSecurities Trading Plans of Directors and Executive OfficersOur policy governing transactions in our securities by our directors, officers, and employees permits our officers, directors and employees to enter into trading plans complying with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended. As disclosed in the table below, during the third quarter of 2024, certain directors adopted a â€œRule 10b5-1 trading arrangementâ€. These plans provide for the sale of our common stock and are intended to satisfy the affirmative defense in Rule 10b5-1(c).NamePositionDate of Plan AdoptionScheduled End Date of Trading Arrangement(1)Maximum Total Shares of Common Stock to be Sold Under the Plan(2)David SchenkeinDirector8/12/20242/15/2026110,524Â Ryan WattsChief Executive Officer9/16/20248/1/2025495,282Â ____(1)In each case, the trading arrangement may expire on an earlier date if and when all transactions under the arrangement are completed.(2)This amount represents the maximum total shares that could be sold under the plan, but the amounts may change for executive officers due to the sale of shares to satisfy tax withholding requirements. No other officers or directors, as defined in Rule 16a-1(f), adopted and/or terminated of a â€œRule 10b5-1 trading arrangementâ€ or a â€œnon-Rule 10b5-1 trading arrangement,â€ as defined in Regulation S-K Item 408, during the third quarter ended September 30, 2024.106Table of ContentsITEM 6. Â Â Â Â EXHIBITSEXHIBIT INDEXIncorporated by ReferenceExhibitNumberDescriptionFormFile No.NumberFiling Date31.1Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act.â€”â€”â€”Filed herewith31.2Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act.â€”â€”â€”Filed herewith32.1*Certification of Chief Executive Officer pursuant to Section 906 of the Sarbanes-Oxley Act.â€”â€”â€”Furnished herewith32.2*Certification of Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act.â€”â€”â€”Furnished herewith101.INSXBRL Instance Document - the instance document does not appear in the Interactive Data File because its XBRL tags are embedded within the Incline XBRL documentâ€”â€”â€”Furnished herewith101.SCHInline XBRL Taxonomy Extension Schema Document.â€”â€”â€”Furnished herewith101.CALInline XBRL Taxonomy Extension Calculation Linkbase Document.â€”â€”â€”Furnished herewith101.DEFInline XBRL Taxonomy Extension Definition Linkbase Document.â€”â€”â€”Furnished herewith101.LABInline XBRL Taxonomy Extension Label Linkbase Document.â€”â€”â€”Furnished herewith101.PREInline XBRL Taxonomy Extension Presentation Linkbase Document.â€”â€”â€”Furnished herewith104The cover page from the Company's Quarterly Report on Form 10-Q for the three months ended September 30, 2024, formatted in Inline XBRL (contained in Exhibit 101)â€”â€”â€”Furnished herewith*The certifications attached as Exhibits 32.1 and 32.2 that accompany this Quarterly Report on Form 10-Q are not deemed filed with the Securities and Exchange Commission and are not to be incorporated by reference into any filing of Denali Therapeutics Inc. under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended, whether made before or after the date of this Quarterly Report on Form 10-Q, irrespective of any general incorporation language contained in such filing. #Portions of this exhibit have been omitted pursuant to a request for confidential treatment and this exhibit has been filed separately with the SEC.107Table of Contents SIGNATURESPursuant 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 DENALI THERAPEUTICS INC.Date:November 6, 2024By:/s/ Ryan J. WattsRyan J. Watts, Ph.D.President and Chief Executive Officer(Principal Executive Officer)Date:November 6, 2024By:/s/ Alexander O. SchuthAlexander O. Schuth, M.D.Chief Operating and Financial Officer(Principal Financial and Accounting Officer)108 EX-31.1 2 exhibit311q32024.htm EX-31.1 DocumentExhibit 31.1CERTIFICATION OF PERIODIC REPORT UNDER SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002I, Ryan J. Watts, Ph.D., certify that:1.I have reviewed this Quarterly Report on Form 10-Q of Denali Therapeutics Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: a.Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b.Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c.Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd.Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; 5.The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):a.All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; andb.Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.Date: NovemberÂ 6, 2024/s/ Ryan J. WattsRyan J. Watts, Ph.D.President and Chief Executive Officer EX-31.2 3 exhibit312q32024.htm EX-31.2 DocumentExhibit 31.2CERTIFICATION OF PERIODIC REPORT UNDER SECTION 302 OFTHE SARBANES-OXLEY ACT OF 2002I, Alexander O. Schuth, M.D., certify that:1.I have reviewed this Quarterly Report on Form 10-Q of Denali Therapeutics Inc.;2.Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;3.Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;4.The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: a.Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;b.Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;c.Evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; andd.Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; 5.The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):a.All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; andb.Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting. Date: NovemberÂ 6, 2024/s/ Alexander O. SchuthAlexander O. Schuth, M.D.Chief Operating and Financial Officer EX-32.1 4 exhibit321q32024.htm EX-32.1 DocumentExhibit 32.1CERTIFICATION OF CHIEF EXECUTIVE OFFICER PURSUANT TO 18 U.S.C. SECTION 1350,AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002Pursuant to the requirement set forth in Rule 13a-14(b) of the Securities Exchange Act of 1934, as amended, (the â€œExchange Actâ€) and Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. Â§1350), I, Ryan J. Watts, Ph.D., President and Chief Executive Officer of Denali Therapeutics Inc. (the â€œCompanyâ€), hereby certify that:1.The Companyâ€™s Quarterly Report on Form 10-Q for the fiscal period ended September 30, 2024, to which this Certification is attached as Exhibit 32.1 (the â€œPeriodic Reportâ€), fully complies with the requirements of Section 13(a) or Section 15(d) of the Exchange Act; and2.The information contained in the Periodic Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Date: NovemberÂ 6, 2024By:/s/ Ryan J. WattsName:Ryan J. Watts, Ph.D.Title:President and Chief Executive Officer EX-32.2 5 exhibit322q32024.htm EX-32.2 DocumentExhibit 32.2CERTIFICATION OF CHIEF FINANCIAL OFFICERPURSUANT TO18 U.S.C. SECTION 1350,AS ADOPTED PURSUANT TOSECTION 906 OF THE SARBANES-OXLEY ACT OF 2002Pursuant to the requirement set forth in Rule 13a-14(b) of the Securities Exchange Act of 1934, as amended, (the â€œExchange Actâ€) and Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. Â§1350), I, Alexander O. Schuth, M.D., Chief Operating and Financial Officer of Denali Therapeutics Inc. (the â€œCompanyâ€), hereby certify that:1.The Companyâ€™s Quarterly Report on Form 10-Q for the fiscal period ended September 30, 2024, to which this Certification is attached as Exhibit 32.2 (the â€œPeriodic Reportâ€), fully complies with the requirements of Section 13(a) or Section 15(d) of the Exchange Act; and2.The information contained in the Periodic Report fairly presents, in all material respects, the financial condition and results of operations of the Company.Date: NovemberÂ 6, 2024By:/s/ Alexander O. SchuthName:Alexander O. Schuth, M.D.Title:Chief Operating and Financial Officer EX-101.SCH 6 dnli-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA DOCUMENT 0000001 - Document - Cover Page link:presentationLink link:calculationLink link:definitionLink 9952151 - Statement - Condensed Consolidated Balance Sheets (Unaudited) link:presentationLink link:calculationLink link:definitionLink 9952152 - Statement - Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952153 - Statement - Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) link:presentationLink link:calculationLink link:definitionLink 9952154 - Statement - Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952155 - Statement - Condensed Consolidated Statements of Stockholders' Equity (Unaudited) link:presentationLink link:calculationLink link:definitionLink 9952156 - Statement - Condensed Consolidated Statements of Stockholders' Equity (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952157 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) link:presentationLink link:calculationLink link:definitionLink 9952158 - Statement - Condensed Consolidated Statements of Cash Flows (Unaudited) (Parenthetical) link:presentationLink link:calculationLink link:definitionLink 9952159 - Disclosure - Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 9952160 - Disclosure - Fair Value Measurements link:presentationLink link:calculationLink link:definitionLink 9952161 - Disclosure - Marketable Securities link:presentationLink link:calculationLink link:definitionLink 9952162 - Disclosure - Acquisition and Research and Development Funding Collaboration Agreement link:presentationLink link:calculationLink link:definitionLink 9952163 - Disclosure - Collaboration Agreements link:presentationLink link:calculationLink link:definitionLink 9952164 - Disclosure - Commitments and Contingencies link:presentationLink link:calculationLink link:definitionLink 9952165 - Disclosure - Common Stock link:presentationLink link:calculationLink link:definitionLink 9952166 - Disclosure - Stock-Based Awards link:presentationLink link:calculationLink link:definitionLink 9952167 - Disclosure - Net Loss Per Share link:presentationLink link:calculationLink link:definitionLink 9952168 - Disclosure - Divestiture of Preclinical Small Molecule Programs link:presentationLink link:calculationLink link:definitionLink 9954471 - Disclosure - Significant Accounting Policies (Policies) link:presentationLink link:calculationLink link:definitionLink 9954472 - Disclosure - Fair Value Measurements (Tables) link:presentationLink link:calculationLink link:definitionLink 9954473 - Disclosure - Marketable Securities (Tables) link:presentationLink link:calculationLink

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Disclosure - Commitments and Contingencies - Summary of Supplemental Lease Information (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - Commitments and Contingencies - Summary of Company's Future Minimum Lease Commitments (Details) link:presentationLink link:calculationLink link:definitionLink 9954490 - Disclosure - Commitments and Contingencies - Summary of Company's Future Minimum Lease Commitments (Details) link:presentationLink link:calculationLink link:definitionLink 9954491 - Disclosure - Common Stock (Details) link:presentationLink link:calculationLink link:definitionLink 9954492 - Disclosure - Stock-Based Awards - Summary of Stock Option Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954493 - Disclosure - Stock-Based Awards - Summary of Assumptions Used for Estimating the Fair Value of Stock Options Granted (Details) link:presentationLink link:calculationLink link:definitionLink 9954494 - Disclosure - Stock-Based Awards - Summary of Restricted Stock Activity (Details) link:presentationLink link:calculationLink link:definitionLink 9954495 - Disclosure - Stock-Based Awards - Summary of Stock-Based Compensation Expense (Details) link:presentationLink link:calculationLink link:definitionLink 9954496 - Disclosure - Net Loss Per Share - Calculation of Basic and Diluted Net Loss (Details) link:presentationLink link:calculationLink link:definitionLink 9954497 - Disclosure - Net Loss Per Share - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9954498 - Disclosure - Divestiture of Preclinical Small Molecule Programs (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 7 dnli-20240930_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 8 dnli-20240930_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 9 dnli-20240930_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT Operating Lease Lessee, Operating Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract] Adjustments to reconcile net loss to net cash used in operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Statistical Measurement [Domain] Statistical Measurement [Domain] Thereafter Finance Lease, Liability, To Be Paid, After Year Four Finance Lease, Liability, To Be Paid, After Year Four Unrealized Holding Losses Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Summary of Supplemental Information for Lease Amounts Recognized Lease, Cost [Table Text Block] Cover [Abstract] Net decrease in cash, cash equivalents and restricted cash Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Summary of Future Minimum Lease Commitments Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Trading Symbol Trading Symbol All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Non-NEOs Non-NEOs [Member] Schedule of Computation of Basic and Diluted Net Income (Loss) Per Share Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Cash paid during the period for income taxes Income Taxes Paid, Net Common stock shares outstanding (in shares) Weighted Average Number of Shares Issued, Basic Disposal Group Name [Domain] Disposal Group Name [Domain] Lease not yet commenced, area under lease Net Rentable Area Pay vs Performance Disclosure [Line Items] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Net Loss Per Share Earnings Per Share, Policy [Policy Text Block] Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] Vesting of restricted stock units (in shares) Stock Issued During Period, Shares, Restricted Stock Award, Net of Forfeitures Fair Value Measurements Fair Value Disclosures [Text Block] Award Timing Disclosures [Line Items] Other Performance Measure, Amount Other Performance Measure, Amount Common stock, shares outstanding (in shares) Beginning balance (in shares) Ending balance (in shares) Common Stock, Shares, Outstanding Operating lease cost Operating Lease, Cost Collaborative agreement, aggregate consideration amount (up to) Collaborative Agreement, Aggregate Consideration Amount Collaborative Agreement, Aggregate Consideration Amount Maturities and sales of marketable securities Proceeds from Sale and Maturity of Marketable Securities Class of Warrant or Right [Axis] Class of Warrant or Right [Axis] Operating lease liability, less current portion Operating Lease, Liability, Noncurrent Financing activities Net Cash Provided by (Used in) Financing Activities, Continuing Operations [Abstract] Finance lease, interest expense Finance Lease, Interest Expense Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Collaborative Arrangement and Arrangement Other than Collaborative [Line Items] Segments Segment Reporting, Policy [Policy Text Block] CNS Program License CNS Program License [Member] CNS Program License Divestiture of Preclinical Small Molecule Programs Disposal Groups, Including Disposal Of Long-Lived Assets [Text Block] Disposal Groups, Including Disposal Of Long-Lived Assets Common stock, price per share sold (usd per share) Sale of Stock, Price Per Share Other non-current assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number DMSA, Non-Cancellable DMSA, Non-Cancellable [Member] DMSA, Non-Cancellable Takeda Pharmaceutical Company Limited Takeda Pharmaceutical Company Limited [Member] Takeda pharmaceutical company limited. Disposal Groups, Including Disposal Of Long-Lived Assets [Abstract] Disposal Groups, Including Disposal Of Long-Lived Assets Less: imputed interest Lessee, Operating Lease, Liability, Imputed Interest Lessee, Operating Lease, Liability, Imputed Interest Money market funds Money Market Funds [Member] Net cash used in operating activities Net Cash Provided by (Used in) Operating Activities Collaborative Arrangement, PTV:PGRN Collaborative Arrangement, PTV:PGRN [Member] Collaborative Arrangement, PTV:PGRN Proceeds from sale of common stock Sale of Stock, Consideration Received on Transaction U.S. government treasuries US Treasury Securities [Member] Project [Domain] Project [Domain] Equity Components [Axis] Equity Components [Axis] Total undiscounted lease payments Finance Lease, Liability, to be Paid Award Timing Method Award Timing Method [Text Block] Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Exercisable (usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Exercisable, Weighted Average Exercise Price Aggregate Fair Value Debt Securities, Available-for-Sale Noncash or part noncash divestiture, milestone payments, to be received Noncash Or Part Noncash Divestiture, Milestone Payments, To Be Received Noncash Or Part Noncash Divestiture, Milestone Payments, To Be Received Contingent consideration payment triggered Contingent Consideration Payment Triggered, Lump Amount Contingent Consideration Payment Triggered, Lump Amount Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Finance lease, weighted-average remaining lease term (in years) Finance Lease, Weighted Average Remaining Lease Term Landlord Owned Assets Landlord Owned Assets [Member] Landlord Owned Assets Insider Trading Policies and Procedures [Line Items] Use of Estimates Use of Estimates, Policy [Policy Text Block] Adjustment to Compensation, Amount Adjustment to Compensation Amount Compensation Amount Outstanding Recovery Compensation Amount Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Entity Small Business Entity Small Business Company Selected Measure Amount Company Selected Measure Amount Tabular List, Table Tabular List [Table Text Block] Other than DMSA Other than DMSA [Member] Other than DMSA Laboratory, Office, and Warehouse Laboratory, Office, and Warehouse [Member] Laboratory, Office, and Warehouse Level 3 Fair Value, Inputs, Level 3 [Member] Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Number of securities called by warrants (in shares) Class of Warrant or Right, Number of Securities Called by Warrants or Rights Debt Securities, Available-for-sale [Line Items] Debt Securities, Available-for-Sale [Line Items] Other accrued costs and current liabilities Accrued Liabilities, Current Antidilutive securities, excluded (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Number of new contracts Collaborative Arrangement, Number Of New Contracts Collaborative Arrangement, Number Of New Contracts Less: present value adjustment Finance Lease, Liability, Undiscounted Excess Amount Class of Warrant or Right [Line Items] Class of Warrant or Right [Line Items] Cash, cash equivalents and restricted cash at beginning of period Cash, cash equivalents and restricted cash at end of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Issuances under equity incentive plans (in shares) Stock Issued During Period, Shares, Equity Incentive Plan Stock Issued During Period, Shares, Equity Incentive Plan Expected to vest (usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Expected to Vest, Weighted Average Grant Date Fair Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Expected to Vest, Weighted Average Grant Date Fair Value Current assets: Assets, Current [Abstract] Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Product and Service [Domain] Product and Service [Domain] Stock Options Options Issued and Outstanding and ESPP Shares Issuable and Outstanding Share-Based Payment Arrangement, Option [Member] Debt Securities, Available-for-sale [Table] Debt Securities, Available-for-Sale [Table] Vested and released (usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Fair Value Disclosures [Abstract] Short-term marketable securities Marketable Securities, Current 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table] Antidilutive Security, Excluded EPS Calculation [Table] Comprehensive loss Comprehensive Income (Loss), Net of Tax, Attributable to Parent Finance lease, weighted-average discount rate applied Finance Lease, Weighted Average Discount Rate, Percent Convertible preferred stock, shares outstanding (in shares) Preferred Stock, Shares Outstanding Security Exchange Name Security Exchange Name 2025 Finance Lease, Liability, to be Paid, Year One Award Type [Axis] Award Type [Axis] Corporate debt securities Corporate Debt Securities [Member] Exercised (usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Cash, Cash Equivalents and Restricted Cash Cash and Cash Equivalents, Restricted Cash and Cash Equivalents, Policy [Policy Text Block] David Schenkein [Member] David Schenkein Lease Contractual Term [Domain] Lease Contractual Term [Domain] Property and equipment, net Property, Plant and Equipment, Net Total liabilities Liabilities Contingent Payments Upon Achievement of Specialized Clinical Milestone Contingent Payments Upon Achievement of Specialized Clinical Milestone [Member] Contingent Payments Upon Achievement of Specialized Clinical Milestone Common stock, par value (usd per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Research and development Research and development expense due to cost share payments to related party Research and Development Expense Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table] Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Expiration Date Trading Arrangement Expiration Date Increase in right-of-use asset due to lessor assets Right-of-Use Asset Obtained in Exchange for Finance Lease Liability Number of RSU shares Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding [Roll Forward] Operating lease liability, current Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock, shares issued (in shares) Common Stock, Shares, Issued Ryan Watts [Member] Ryan Watts Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Venture Backed Private Company ("VBPC") Venture Backed Private Company ("VBPC") [Member] Venture Backed Private Company ("VBPC") Exercised (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Receivable Accounts Receivable, after Allowance for Credit Loss Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and development Research and Development Expense [Member] Weighted-Average ExerciseÂ Price Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price [Abstract] Net accretion of discounts on marketable securities Investment Income, Amortization of Discount Common stock, shares authorized (in shares) Common Stock, Shares Authorized Class of Warrant or Right [Table] Class of Warrant or Right [Table] Net cost sharing payments (reimbursements) Research And Development Expense, Offset From Cost Reimbursement Research And Development Expense, Offset From Cost Reimbursement Commercial paper Commercial Paper, Not Included with Cash and Cash Equivalents [Member] Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Weighted average number of shares outstanding, diluted (in shares) Weighted average number of shares outstanding, diluted (in shares) Weighted Average Number of Shares Outstanding, Diluted Royalty Payment Royalty Payment [Member] Royalty Payment MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] Total stockholders' equity Beginning balance Ending balance Equity, Attributable to Parent Collaboration Agreements Collaborative Arrangement Disclosure [Text Block] Related Party Related Party [Member] Investing activities Net Cash Provided by (Used in) Investing Activities, Continuing Operations [Abstract] Balance Sheet Location [Axis] Statement of Financial Position Location, Balance [Axis] Expected to vest (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Expected to Vest, Number Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Expected to Vest, Number Collaboration And Development Funding Agreement Collaboration And Development Funding Agreement [Member] Collaboration And Development Funding Agreement Milestone Triggered Milestone Triggered [Member] Milestone Triggered Other comprehensive income Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Product Product [Member] Costs incurred Oil and Gas, Cost Incurred, Development Cost Aggregate fair value, unrealized holding loss position, long-term Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, 12 Months or Longer Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Sale of Stock [Domain] Sale of Stock [Domain] Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus Collaboration revenue: Collaborative Revenue [Abstract] Collaborative Revenue All Executive Categories All Executive Categories [Member] Balance Sheet Location [Domain] Statement of Financial Position Location, Balance [Domain] Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Assets Assets [Abstract] Dividend yield Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate Document Type Document Type Commercial paper Commercial Paper [Member] Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] 2027 Finance Lease, Liability, to be Paid, Year Three Purchases of marketable securities Payments to Acquire Marketable Securities Vested and released (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period New SLC Operating Lease New SLC Operating Lease [Member] New SLC Operating Lease Amortized Cost Debt Securities, Available-for-Sale, Amortized Cost Maximum Maximum [Member] Long-term marketable securities Long Term Marketable Securities [Member] Long term marketable securities. Convertible preferred stock, $0.01 par value; 40,000,000 shares authorized as of September 30, 2024 and December 31, 2023; 0 shares issued and outstanding as of September 30, 2024 and December 31, 2023 Preferred Stock, Value, Outstanding Contract liability Contract with Customer, Liability Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Project [Axis] Project [Axis] Accounts payable Accounts Payable, Current Accounting Policies [Abstract] Summary of Assumptions Used for Estimating the Fair Value of

Stock Granted Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Current Fiscal Year End Date Current Fiscal Year End Date Less: present value adjustment Lessee, Operating Lease, Liability, Undiscounted Excess Amount Statistical Measurement [Axis] Statistical Measurement [Axis] PEO Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Equity Award [Domain] Award Type [Domain] Name Outstanding Recovery, Individual Name Disposal Groups, Including Discontinued Operations [Table] Disposal Groups, Including Disposal Of Long-Lived Assets [Table] Disposal Groups, Including Disposal Of Long-Lived Assets Variable lease costs Variable Lease, Cost Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Non-PEO NEO Non-PEO NEO [Member] Additional Paid-in Capital Additional Paid-in Capital [Member] Finance lease liability, less current portion Finance Lease, Liability, Noncurrent Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent Event Type [Domain] Subsequent Event Type [Domain] Collaborative Arrangement Collaborative Arrangement [Member] Recently Issued Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Net loss per share, diluted (usd per share) Earnings Per Share, Diluted 2028 Finance Lease, Liability, to be Paid, Year Four Counterparty Name [Domain] Counterparty Name [Domain] Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Number of operating segments Number of Operating Segments Convertible preferred stock, shares issued (in shares) Preferred Stock, Shares Issued Schedule of Assets and Liabilities Measured at Fair Value Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Other comprehensive income (loss): Other Comprehensive Income (Loss), Tax [Abstract] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] LRRK2 Product LRRK2 Product [Member] LRRK2 Product Stockâ€“based compensation expense Share-Based Payment Arrangement, Noncash Expense Option Research Services Option Services [Member] Option Services Payments for development and manufacturing services Payments for Manufacturing Cost Payments for manufacturing cost. Contingent Consideration Type [Domain] Contingent Consideration Type [Domain] Gain from divestiture of small molecule programs Disposal Group, Not Discontinued Operation, Gain (Loss) on Disposal Sublease term Lessor, Operating Lease, Term of Contract Short-term marketable securities, fair value Debt Securities, Available-for-Sale, Current Supplemental disclosures of cash flow information Supplemental Cash Flow Information [Abstract] Takeda Collaboration Agreement Takeda Collaboration Agreement [Member] Takeda Collaboration Agreement Total collaboration revenue Collaborative revenue, revenue from contract with customer Revenue from Contract with Customer, Excluding Assessed Tax Net cash (used in) provided by investing activities Net Cash Provided by (Used in) Investing Activities Loss from operations Operating Income (Loss) Reduction to research and development expense Reduction To Research And Development Expense Reduction To Research And Development Expense 2024 (three months) Finance Lease, Liability, to be Paid, Remainder of Fiscal Year Total liabilities and stockholdersâ€™ equity Liabilities and Equity Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] All Adjustments to Compensation All Adjustments to Compensation [Member] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Accrued compensation Employee-related Liabilities, Current Marketable Securities Marketable Securities, Policy [Policy Text Block] Prepaid expenses and other current assets Increase (Decrease) in Prepaid Expense and Other Assets Additional paid-in capital Additional Paid in Capital Long-term marketable securities Marketable Securities, Noncurrent 2026 Finance Lease, Liability, to be Paid, Year Two Biogen Biogen [Member] Biogen Schedule of Collaborative Arrangements and Non-collaborative Arrangement Transactions [Table] Collaborative Arrangement and Arrangement Other than Collaborative [Table] Equity consideration received in the divestiture of small molecule programs (Note 10) Noncash or Part Noncash Divestiture, Amount of Consideration Received Commitments and Contingencies Disclosure [Abstract] Summary of Restricted Stock Activity Share-Based Payment Arrangement, Restricted Stock and Restricted Stock Unit, Activity [Table Text Block] Underlying Security Market Price Change Underlying Security Market Price Change, Percent Individual: Individual [Axis] Common stock, $0.01 par value; 400,000,000 shares authorized as of September 30, 2024 and December 31, 2023; 143,840,029 shares and 138,385,498 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively Common Stock, Value, Outstanding Vesting of restricted stock units Stock Issued During Period, Value, Restricted Stock Award, Net of Forfeitures Accumulated Other Comprehensive Income (Loss) AOCI Attributable to Parent [Member] Name of Property [Domain] Name of Property [Domain] Forfeited (usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Forfeitures in Period, Weighted Average Exercise Price Expected term (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term U.S. government agency securities US Government Agencies Debt Securities [Member] Accrued manufacturing costs Other Accrued Manufacturing Costs, Current Other Accrued Manufacturing Costs, Current Deferred research and development funding liability, current Deferred Liability, Capitalized Research And Development Costs, Current Deferred Liability, Capitalized Research And Development Costs, Current Product and Service [Axis] Product and Service [Axis] Entity Address, State or Province Entity Address, State or Province Statement [Line Items] Statement [Line Items] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Operating expenses: Operating Expenses [Abstract] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Financial Instruments [Domain] Financial Instruments [Domain] Beginning balance (usd per share) Ending balance (usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Liabilities and stockholders' equity Liabilities and Equity [Abstract] Deferred liability, upfront payment Deferred Liability, Upfront Payment Deferred Liability, Upfront Payment Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Vested and expected to vest (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Number Effective maturity (less than) Debt Securities, Available-for-Sale, Term Long-term marketable securities, fair value Debt Securities, Available-for-Sale, Noncurrent Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Summary of Available for Sale Securities Schedule of Available-for-Sale Securities Reconciliation [Table Text Block] Beginning balance (usd per share) Ending balance (usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Operating lease right-of-use asset Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Beginning balance (in shares) Ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Related-party contract liability Increase (Decrease) in Contract with Customer, Liability, Related Parties Increase (Decrease) in Contract with Customer, Liability, Related Parties Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Milestone Payment Milestone Payment [Member] Milestone Payment Exercise Price Award Exercise Price Lease Contractual Term [Axis] Lease Contractual Term [Axis] Net Loss Per Share Earnings Per Share [Text Block] Arrangement Duration Trading Arrangement Duration Subsequent Event Subsequent Event [Member] Stockholders' equity: Equity, Attributable to Parent [Abstract] Granted (usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Aggregate fair value, unrealized holding loss position, short-term Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, Less than 12 Months Name of Property [Axis] Name of Property [Axis] Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Sublease renewal option term Lessor, Operating Lease, Renewal Term Interest and other income, net Interest and Other Income Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Total future minimum lease payments Finance Lease, Liability All Individuals All Individuals [Member] Accrued clinical and other research and development costs Accrued Clinical And Other Research And Development Costs, Current Accrued Clinical And Other Research And Development Costs, Current Building Building [Member] PEO PEO [Member] PTV:PGRN Collaboration Agreement PTV:PGRN Services [Member] PTV:PGRN Services ATV:Abeta Program License ATV:Abeta Program License [Member] ATV:Abeta Program License Name Trading Arrangement, Individual Name Collaborative Arrangement, ATV:TREM2 Collaborative Arrangement, ATV:TREM2 [Member] Collaborative Arrangement, ATV:TREM2 Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Non-cash recognition of new finance lease Lease Obligation Incurred Long-Lived Tangible Asset [Axis] Long-Lived Tangible Asset [Axis] Disposal Group Name [Axis] Disposal Group Name [Axis] Unrealized Holding Gains Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Other non-current assets Increase (Decrease) in Other Noncurrent Assets Proceeds from exercise of awards under equity incentive plans Proceeds, Issuance of Shares, Share-Based Payment Arrangement, Including Option Exercised Deferred research funding and development liability, less current portion Deferred Liability, Capitalized Research And Development Costs, Noncurrent Deferred Liability, Capitalized Research And Development Costs, Noncurrent Future royalties, threshold after first commercial sale Noncash Or Part Noncash Divestiture, Future Royalties, Threshold After First Commercial Sale Future Royalties, Threshold After First Commercial Sale Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Other Commitments [Domain] Other Commitments [Domain] Non-cash adjustment to operating lease expense Increase (Decrease) In Non-Cash Operating Lease Expense Increase (Decrease) In Non-Cash Operating Lease Expense Assets: Assets, Fair Value Disclosure [Abstract] Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Related Party [Domain] Related and Nonrelated Parties [Domain] Cash equivalents Cash and Cash Equivalents, Fair Value Disclosure Biogen Collaborative Arrangement Biogen Collaborative Arrangement [Member] Biogen Collaborative Arrangement Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Marketable Securities Cash, Cash Equivalents, and Marketable Securities [Text Block] Local Phone Number Local Phone Number Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Total operating expenses Operating Expenses Risk-free interest rate, maximum Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate, Maximum Changes in operating assets and liabilities: Increase (Decrease) in Operating Capital [Abstract] Allowance for credit losses Debt Securities, Available-for-Sale, Allowance for Credit Loss Less: imputed interest Finance Lease, Liability, Imputed Interest Finance Lease, Liability, Imputed Interest PEO Total Compensation Amount PEO Total Compensation Amount Long-Lived Tangible Asset [Domain] Long-Lived Tangible Asset [Domain] Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Vested and expected to vest (usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Weighted Average Exercise Price Stock issuance costs Payments of Stock Issuance Costs Commitments and Contingencies Commitments and Contingencies Disclosure [Text Block] Common Stock Common Stock [Member] Measure: Measure [Axis] Convertible preferred stock, shares authorized (in shares) Preferred Stock, Shares Authorized Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Issuance of common stock and pre-funded warrants, net of issuance costs of $480K (in shares) Stock Issued During Period, Shares, New Issues Number of securities held in unrealized holding loss positions, long-term Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, 12 Months or Longer, Number of Positions Entity Emerging Growth Company Entity Emerging Growth Company Common stock issuance costs Adjustments to Additional Paid in Capital, Stock Issued, Issuance Costs Entity Central Index Key Entity Central Index Key General and administrative General and Administrative Expense [Member] Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Summary Of Cost Sharing Payments And Reimbursements Summary Of Cost Sharing Payments And Reimbursements [Table Text Block] Summary Of Cost Sharing Payments And Reimbursements Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Volatility, minimum Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Minimum Finance lease right-of-use asset Finance Lease, Right-of-Use Asset, after Accumulated Amortization Common Stock Equity [Text Block] Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Convertible preferred stock, par value (usd per share) Preferred Stock, Par or Stated Value Per Share Financial Instrument [Axis] Financial Instrument [Axis] Lease not yet commenced, period Lessee, Operating Lease, Lease Not yet Commenced, Term of Contract Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Stock-based compensation APIC, Share-Based Payment Arrangement, Increase for Cost Recognition Entity Shell Company Entity Shell Company Accelerated depreciation on leasehold improvements in relation to SLC Lease termination Lessee, Operating Lease, Accelerated Depreciation Expense Lessee, Operating Lease, Accelerated Depreciation Expense Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Comprehensive Loss Comprehensive Income, Policy [Policy Text Block] Title Trading Arrangement, Individual Title Statement [Table] Statement [Table] Lessor, operating sublease, rentable area Lessor, Operating Sublease, Rentable Area Lessor, Operating Sublease, Rentable Area Counterparty Name [Axis] Counterparty Name [Axis] Significant Accounting Policies Significant Accounting Policies [Text Block] Short-term marketable securities Short Term Marketable Securities [Member] Short term marketable securities. Lessor, operating sublease, number of options to extend Lessor, Operating Sublease, Number Of Options To Extend Lessor, Operating Sublease, Number Of Options To Extend Numerator: Net Income (Loss) Available to Common Stockholders, Diluted [Abstract] City Area Code City Area Code Current liabilities: Liabilities, Current [Abstract] Revenue Recognition Revenue [Policy Text Block] Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Level 1 Fair Value, Inputs, Level 1 [Member] Non-cash gain from divestiture of small molecule programs Gain (Loss) on Disposition of Assets Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Exercisable (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number Document Information [Line Items] Document Information [Line Items] Accounts Receivable Receivable [Policy Text Block] Thereafter Lessee, Operating Lease, Liability, To Be Paid, After Year Four Lessee, Operating Lease, Liability, To Be Paid, After Year Four Weighted-Average Fair Value at Date of Grant per Share Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract] Other Commitments [Axis] Other Commitments [Axis] Lease not yet commenced, undiscounted lease payments Unrecorded Unconditional Purchase Obligation Subsequent Event Type [Axis] Subsequent Event Type [Axis] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Earnings Per Share [Abstract] Pre-Funded Warrant Pre-Funded Warrant [Member] Pre-Funded Warrant Equity [Abstract] Accumulated deficit Retained Earnings (Accumulated Deficit) Off-balance sheet concentrations of credit risk Concentration Risk, Credit Risk, Financial Instruments, Off-Balance Sheet Risk, Amount Concentration Risk, Credit Risk, Financial Instruments, Off-Balance Sheet Risk, Amount General and administrative General and Administrative Expense Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Operating lease, weighted-average discount rate applied Operating Lease, Weighted Average Discount Rate, Percent Total future minimum lease payments Operating Lease, Liability Net cash provided by financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Amendment Flag Amendment Flag Entity Registrant Name Entity Registrant Name Operating activities Net Cash Provided by (Used in) Operating Activities, Continuing Operations [Abstract] Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Number of securities held in unrealized holding loss positions, short-term Debt Securities, Available-for-Sale, Continuous Unrealized Loss Position, Less than 12 Months, Number of Positions Depreciation and amortization Depreciation, Depletion and Amortization Private placement pre-funded warrants (in shares) Incremental Common Shares Attributable to Dilutive Effect of Call Options and Warrants Fair Value as of Grant Date Award Grant Date Fair Value Right-of-use asset amortization for finance lease Finance Lease, Right-of-Use Asset, Amortization Number of common stock sold (in shares) Sale of Stock, Number of Shares Issued in Transaction Level 2 Fair Value, Inputs, Level 2 [Member] Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Summary of Collaboration Revenue Disaggregation of Revenue [Table Text Block] Issuance of common stock and pre-funded warrants, net of issuance costs of $480K Stock Issued During Period, Value, New Issues Entity Address, Postal Zip Code Entity Address, Postal Zip Code Type of Arrangement and Non-arrangement Transactions [Axis] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Summary of Stock-Based Compensation Expense Share-Based Payment Arrangement, Expensed and

Capitalized, Amount [Table Text Block] Principles of Consolidation Consolidation, Policy [Policy Text Block] Restatement Determination Date: Restatement Determination Date [Axis] Arrangements and Non-arrangement Transactions [Domain] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] Title of 12(b) Security Title of 12(b) Security Cash paid for finance lease interest Finance Lease, Interest Payment on Liability Disclosure of Compensation Related Costs, Share-based Payments [Abstract] Share-Based Payment Arrangement [Abstract] Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Organization and Description of Business Organization and Description of Business, Policy [Policy Text Block] Organization and description of business, policy. Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Forfeited (usd per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Sanofi Collaboration Agreement Sanofi Collaboration Agreement [Member] Sanofi Collaboration Agreement Disposal Groups, Including Disposal Of Long-Lived Assets [Line Items] Disposal Groups, Including Disposal Of Long-Lived Assets [Line Items] Disposal Groups, Including Disposal Of Long-Lived Assets Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Contingent consideration recognized Contingent Consideration, Amount Recognized Contingent Consideration, Amount Recognized Number of Options Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding [Roll Forward] Cash and Cash Equivalents [Domain] Cash and Cash Equivalents [Domain] Net loss per share, basic (usd per share) Earnings Per Share, Basic Accounts payable Increase (Decrease) in Accounts Payable Proceeds from issuance of common stock and pre-funded warrants, net of issuance costs of $480K Proceeds from Issuance of Common Stock Cash paid for amounts included in measurement of lease liabilities Operating Lease, Payments Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Issuances under equity incentive plans Stock Issued During Period, Value, Equity Incentive Plan Stock Issued During Period, Value, Equity Incentive Plan Payments for finance lease right-of-use asset Finance Lease, Principal Payments Property and equipment purchases accrued but not yet paid Capital Expenditures Incurred but Not yet Paid Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Total current liabilities Liabilities, Current Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Total assets Assets Concentration of Credit Risk and Other Risks and Uncertainties Concentration Risk, Credit Risk, Policy [Policy Text Block] Granted (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Commitments and contingencies (Note 6) Commitments and Contingencies Risk-free interest rate, minimum Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate, Minimum Acquisition and Research and Development Funding Collaboration Agreement Asset Acquisition [Text Block] Termination Date Trading Arrangement Termination Date Class of Warrant or Right [Domain] Class of Warrant or Right [Domain] Volatility, maximum Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Maximum Exercise price of warrants (usd per share) Class of Warrant or Right, Exercise Price of Warrants or Rights Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Stock-Based Awards Share-Based Payment Arrangement [Text Block] Deferred research and development funding liability, less current portion Increase (Decrease) In Deferred Liability, Capitalized Research and Development Costs, Noncurrent Increase (Decrease) In Deferred Liability, Capitalized Research and Development Costs, Noncurrent Entity Address, City or Town Entity Address, City or Town Leases Lessee, Leases [Policy Text Block] Summary of Stock Option Activity Share-Based Payment Arrangement, Option, Activity [Table Text Block] Total Share-Based Payment Arrangement, Expense Net loss Net loss Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Investments, Debt and Equity Securities [Abstract] Granted (usd per share) Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Grants in Period, Weighted Average Exercise Price Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period Loss Contingencies [Table] Loss Contingencies [Table] Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Entity File Number Entity File Number Finance Lease Finance Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract] Cash and Cash Equivalents [Axis] Cash and Cash Equivalents [Axis] Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Denominator: Weighted Average Number of Shares Outstanding Reconciliation [Abstract] Total Assets, Fair Value Disclosure Accruals and other current liabilities Increase (Decrease) in Accrued Liabilities and Other Operating Liabilities Name Forgone Recovery, Individual Name 2024 (three months) Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Operating lease, weighted-average remaining lease term (in years) Operating Lease, Weighted Average Remaining Lease Term Document Period End Date Document Period End Date Sale of Stock [Axis] Sale of Stock [Axis] Sanofi Sanofi [Member] Sanofi [Member] Contingent Consideration by Type [Axis] Contingent Consideration by Type [Axis] Investments Investment, Policy [Policy Text Block] Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Total undiscounted lease payments Lessee, Operating Lease, Liability, to be Paid Beginning balance (in shares) Ending balance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Insider Trading Arrangements [Line Items] Net unrealized gain on marketable securities, net of tax OCI, Debt Securities, Available-for-Sale, Gain (Loss), before Adjustment, after Tax Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Operating Lease, 9.3 Year Lease Agreement, Terminated Operating Lease, 9.3 Year Lease Agreement, Terminated [Member] Operating Lease, 9.3 Year Lease Agreement, Terminated SLC Lease SLC Lease [Member] SLC Lease 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Collaborative Arrangement with F-Star and Acquisition of F-Star Gamma Collaborative Arrangement With F-Star And Acquisition Of F-Star Gamma [Member] Collaborative Arrangement With F-Star And Acquisition Of F-Star Gamma [Member] Contract with customer, liability, revenue recognized Contract with Customer, Liability, Revenue Recognized Adjustment to Compensation: Adjustment to Compensation [Axis] Prepaid expenses and other current assets Prepaid Expense and Other Assets, Current Restricted cash Restricted Cash and Cash Equivalents, Noncurrent Document Transition Report Document Transition Report Collaborative Arrangement, ATV:Abeta Collaborative Arrangement, ATV:Abeta [Member] Collaborative Arrangement, ATV:Abeta Document Quarterly Report Document Quarterly Report Purchase commitments Purchase Obligation Operating Lease, 15 Year Lease Agreement Operating Lease, 15 Year Lease Agreement [Member] Operating Lease, 15 Year Lease Agreement Fair Value Measurements, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Accumulated other comprehensive income Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status Accumulated Deficit Retained Earnings [Member] Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] DMSA DMSA [Member] DMSA. Collaborative Arrangement, PTV:PGRN and ATV:TREM2 Collaborative Arrangement, PTV:PGRN And ATV:TREM2 [Member] Collaborative Arrangement, PTV:PGRN And ATV:TREM2 Related Party [Axis] Related and Nonrelated Parties [Axis] Weighted average number of shares outstanding, basic (in shares) Weighted average number of shares outstanding, basic (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Document Information [Table] Document Information [Table] Restricted Stock Units (RSUs) Restricted Stock Units (RSUs) [Member] Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Option Fee Payment Option Fee Payment [Member] Option Fee Payment Name Awards Close in Time to MNPI Disclosures, Individual Name Forfeited (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period Entity Filer Category Entity Filer Category Remaining performance obligation Revenue, Remaining Performance Obligation, Amount Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Loss Contingencies [Line Items] Loss Contingencies [Line Items] Company Selected Measure Name Company Selected Measure Name Private Placement Private Placement [Member] EX-101.PRE 10 dnli-20240930_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 12 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover Page - shares 9 Months Ended Sep. 30, 2024 Oct. 30, 2024 Feb. 27, 2024 Document Information [Line Items] Â Â Â Document Type 10-Q Â Â Document Quarterly Report true Â Â Document Period End Date Sep. 30, 2024 Â Â Document Transition Report false Â Â Entity File Number 001-38311 Â Â Entity Registrant Name Denali Therapeutics Inc. Â Â Entity Incorporation, State or Country Code DE Â Â Entity Tax Identification Number 46-3872213 Â Â Entity Address, Address Line One 161 Oyster Point Blvd Â Â Entity Address, City or Town South San Francisco Â Â Entity Address, State or Province CA Â Â Entity Address, Postal Zip Code 94080 Â Â City Area Code 650 Â Â Local Phone Number 866-8548 Â Â Title of 12(b) Security Common Stock, par value $0.01 per share Â Â Trading Symbol DNLI Â Â Security Exchange Name NASDAQ Â Â Entity Current Reporting Status Yes Â Â Entity Interactive Data Current Yes Â Â Entity Filer Category Large Accelerated Filer Â Â Entity Small Business false Â Â Entity Emerging Growth Company false Â Â Entity Shell Company false Â Â Entity Common Stock, Shares Outstanding Â 143,921,624 Â Document Fiscal Year Focus 2024 Â Â Document Fiscal Period Focus Q3 Â Â Amendment Flag false Â Â Entity Central Index Key 0001714899 Â Â Current Fiscal Year End Date --12-31 Â Â Pre-Funded Warrant | Private Placement Â Â Â Document Information [Line Items] Â Â Â Number of securities called by warrants (in shares) Â Â 26,046,065 Pre-Funded Warrant | Private Placement | Subsequent Event Â Â Â Document Information [Line Items] Â Â Â Number of securities called by warrants (in shares) Â 26,046,065 Â X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: dei_DocumentInformationLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1:

http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=dnli_PreFundedWarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 13 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Unaudited) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 90,636 $ 127,106 Short-term marketable securities 745,923 907,405 Prepaid expenses and other current assets 32,280 29,626 Total current assets 868,839 1,064,137 Long-term marketable securities 445,463 0 Property and equipment, net 50,822 45,589 Operating lease right-of-use asset 23,717 26,048 Finance lease right-of-use asset 38,685 0 Other non-current assets 26,487 18,143 Total assets 1,454,013 1,153,917 Current liabilities: Â Â Accounts payable 9,594 9,483 Accrued clinical and other research and development costs 23,923 19,035 Accrued manufacturing costs 9,568 15,462 Accrued compensation 14,874 21,590 Operating lease liability, current 8,036 7,260 Deferred research and development funding liability, current 16,269 0 Other accrued costs and current liabilities 4,829 5,152 Total current liabilities 87,093 77,982 Operating lease liability, less current portion 38,850 44,981 Finance lease liability, less current portion 5,631 0 Deferred research funding and development liability, less current portion 3,944 0 Total liabilities 135,518 122,963 Commitments and contingencies (Note 6) Stockholders' equity: Â Â Convertible preferred stock, $0.01 par value; 40,000,000 shares authorized as of September 30, 2024 and December 31, 2023; 0 shares issued and outstanding as of September 30, 2024 and December 31, 2023 0 0 Common stock, $0.01 par value; 400,000,000 shares authorized as of September 30, 2024 and December 31, 2023; 143,840,029 shares and 138,385,498 shares issued and outstanding as of September 30, 2024 and December 31, 2023, respectively 1,764 1,711 Additional paid-in capital 2,735,433 2,144,811 Accumulated other comprehensive income 5,529 643 Accumulated deficit (1,424,231) (1,116,211) Total stockholders' equity 1,318,495 1,030,954 Total liabilities and stockholdersâ€™ equity $ 1,454,013 $ 1,153,917 X - DefinitionAccrued Clinical And Other Research And Development Costs, Current + ReferencesNo definition available. + Details Name: dnli_AccruedClinicalAndOtherResearchAndDevelopmentCostsCurrent Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDeferred Liability, Capitalized Research And Development Costs, Current + ReferencesNo definition available. + Details Name: dnli_DeferredLiabilityCapitalizedResearchAndDevelopmentCostsCurrent Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDeferred Liability, Capitalized Research And Development Costs, Noncurrent + ReferencesNo definition available. + Details Name: dnli_DeferredLiabilityCapitalizedResearchAndDevelopmentCostsNoncurrent Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionOther Accrued Manufacturing Costs, Current + ReferencesNo definition available. + Details Name: dnli_OtherAccruedManufacturingCostsCurrent Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher

FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionValue of common shares held by shareholders. Excludes common shares repurchased and held as treasury shares. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockValueOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from finance lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_FinanceLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after accumulated amortization, of right-of-use asset from finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_FinanceLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: 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http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: 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-Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 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-Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic

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Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in marketable security, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_MarketableSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in marketable security, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_MarketableSecuritiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionValue 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockValueOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 14 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Unaudited) (Parenthetical) - $ / shares Sep. 30, 2024 Dec. 31, 2023 Statement of Financial Position [Abstract] Â Â Convertible preferred stock, par value (usd per share) $ 0.01 $ 0.01 Convertible preferred stock, shares authorized (in shares) 40,000,000 40,000,000 Convertible preferred stock, shares issued (in shares) 0 0 Convertible preferred stock, shares outstanding (in shares) 0 0 Common stock, par value (usd per share) $ 0.01 $ 0.01 Common stock, shares authorized (in shares) 400,000,000 400,000,000 Common stock, shares issued (in shares) 143,840,029 138,385,498 Common stock, shares outstanding (in shares) 143,840,029 138,385,498 X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification

-Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 15 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Collaboration revenue: Â Â Â Â Total collaboration revenue [1] $ 0 $ 1,267 $ 0 $ 330,531 Operating expenses: Â Â Â Â Research and development [2] 98,238 89,737 296,653 316,073 General and administrative 24,949 25,325 75,379 78,585 Total operating expenses 123,187 115,062 372,032 394,658 Gain from divestiture of small molecule programs 0 0 14,537 0 Loss from operations (123,187) (113,795) (357,495) (64,127) Interest and other income, net 15,995 14,442 49,475 38,376 Net loss (107,192) (99,353) (308,020) (25,751) Other comprehensive income (loss): Â Â Â Â Net unrealized gain on marketable securities, net of tax 8,188 790 4,886 6,235 Comprehensive loss $ (99,004) $ (98,563) $ (303,134) $ (19,516) Net loss per share, basic (usd per share) $ (0.63) $ (0.72) $ (1.89) $ (0.19) Net loss per share, diluted (usd per share) $ (0.63) $ (0.72) $ (1.89) $ (0.19) Weighted average number of shares outstanding, basic (in shares) 169,456,988 137,644,534 162,589,325 137,076,199 Weighted average number of shares outstanding, diluted (in shares) 169,456,988 137,644,534 162,589,325 137,076,199 [1] Includes related-party collaboration revenue from customers of $1.3Â million and $295.5Â million for the three and nine months ended September 30, 2023, respectively. [2] Includes expenses for cost sharing payments due to a related party of $3.4Â million and $14.5Â million for the three and nine months ended September 30, 2023, respectively. X - DefinitionCollaborative Revenue + ReferencesNo definition available. + Details Name: dnli_CollaborativeRevenueAbstract Namespace Prefix: dnli_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount before tax of gain (loss) recognized on the sale or disposal of a disposal group. Excludes discontinued operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-5 + Details Name: us-gaap_DisposalGroupNotDiscontinuedOperationGainLossOnDisposal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB

-URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of interest income and other income recognized during the period. Included in this element is interest derived from investments in debt securities, cash and cash equivalents, and other investments which reflect the time value of money or transactions in which the payments are for the use or forbearance of money and other income from ancillary business-related activities (that is, excluding major activities considered part of the normal operations of the business). + ReferencesNo definition available. + Details Name: us-gaap_InterestAndOtherIncome Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale) and unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10A + Details Name: us-gaap_OtherComprehensiveIncomeLossAvailableForSaleSecuritiesAdjustmentBeforeReclassificationAdjustmentsNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossTaxAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 16 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) (Parenthetical) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2023 Sep. 30, 2023 Total collaboration revenue [1] $ 1,267 $ 330,531 Research and development expense due to cost share payments to related party [2] 89,737 316,073 Related Party Â Â Total collaboration revenue 1,300 295,500 Research and development expense due to cost share payments to related party $ 3,400 $ 14,500 [1] Includes related-party collaboration revenue from customers of $1.3Â million and $295.5Â million for the three and nine months ended September 30, 2023, respectively. [2] Includes expenses for cost sharing payments due to a related party of $3.4Â million and $14.5Â million for the three and nine months ended September 30, 2023, respectively. X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=us-gaap_RelatedPartyMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 17 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Stockholders' Equity (Unaudited) - USD ($) $ in Thousands Total Common Stock Additional Paid-in Capital Accumulated Other Comprehensive Income (Loss) Accumulated Deficit Beginning balance (in shares) at Dec. 31, 2022 Â 135,965,918 Â Â Â Beginning balance at Dec. 31, 2022 $ 1,042,430 $ 1,686 $ 2,018,617 $ (6,886) $ (970,987) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuances under equity incentive plans (in shares) Â 953,575 Â Â Â Issuances under equity incentive plans 13,115 $ 9 13,106 Â Â Vesting of restricted stock units (in shares) Â 1,132,305 Â Â Â Vesting of restricted stock units 0 $ 12 (12) Â Â Stock-based compensation 82,302 Â 82,302 Â Â Net loss (25,751) Â Â Â (25,751) Other comprehensive income 6,235 Â Â 6,235 Â Ending balance (in shares) at Sep. 30, 2023 Â 138,051,798 Â Â Â Ending balance at Sep. 30, 2023 1,118,331 $ 1,707 2,114,013 (651) (996,738) Beginning balance (in shares) at Jun. 30, 2023 Â 137,362,688 Â Â Â Beginning balance at Jun. 30, 2023 1,186,825 $ 1,700 2,083,951 (1,441) (897,385) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuances under equity incentive plans (in shares) Â 222,688 Â Â Â Issuances under equity incentive plans 2,492 $ 2 2,490 Â Â Vesting of restricted stock units (in shares) Â 466,422 Â Â Â Vesting of restricted stock units 0 $ 5 (5) Â Â Stock-based compensation 27,577 Â 27,577 Â Â Net loss (99,353) Â Â Â (99,353) Other comprehensive income 790 Â Â 790 Â Ending balance (in shares) at Sep. 30, 2023 Â 138,051,798 Â Â Â Ending balance at Sep. 30, 2023 $ 1,118,331 $ 1,707 2,114,013 (651) (996,738) Beginning balance (in shares) at Dec. 31, 2023 138,385,498 138,385,498 Â Â Â Beginning balance at Dec. 31, 2023 $ 1,030,954 $ 1,711 2,144,811 643 (1,116,211) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuance of common stock and pre-funded warrants, net of issuance costs of $480K (in shares) Â 3,244,689 Â Â Â Issuance of common stock and pre-funded warrants, net of issuance costs of $480K 499,253 $ 32 499,221 Â Â Issuances under equity incentive plans (in shares) Â 948,705 Â Â Â Issuances under equity incentive plans 13,234 $ 10 13,224 Â Â Vesting of restricted stock units (in shares) Â 1,261,137 Â Â Â Vesting of restricted stock units 0 $ 11 (11) Â Â Stock-based compensation 78,188 Â 78,188 Â Â Net loss (308,020) Â Â Â (308,020) Other comprehensive income $ 4,886 Â Â 4,886 Â Ending balance (in shares) at Sep. 30, 2024 143,840,029 143,840,029 Â Â Â Ending balance at Sep. 30, 2024 $ 1,318,495 $ 1,764 2,735,433 5,529 (1,424,231) Beginning balance (in shares) at Jun. 30, 2024 Â 143,123,582 Â Â Â Beginning balance at Jun. 30, 2024 1,387,051 $ 1,757 2,704,992 (2,659) (1,317,039) Increase (Decrease) in Stockholders' Equity [Roll Forward] Â Â Â Â Â Issuances under equity incentive plans (in shares) Â 291,183 Â Â Â Issuances under equity incentive plans 5,456 $ 3 5,453 Â Â Vesting of restricted stock units (in shares) Â 425,264 Â Â Â Vesting of restricted stock units 0 $ 4 (4) Â Â Stock-based compensation 24,992 Â 24,992 Â Â Net loss (107,192) Â Â Â (107,192) Other comprehensive income $ 8,188 Â Â 8,188 Â Ending balance (in shares) at Sep. 30, 2024 143,840,029 143,840,029 Â Â Â Ending balance at Sep. 30, 2024 $ 1,318,495 $ 1,764 $ 2,735,433 $ 5,529 $ (1,424,231) X - DefinitionStock Issued During Period, Shares, Equity Incentive Plan + ReferencesNo definition available. + Details Name: dnli_StockIssuedDuringPeriodSharesEquityIncentivePlan Namespace Prefix: dnli_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock Issued During Period, Value, Equity Incentive Plan + ReferencesNo definition available. + Details Name: dnli_StockIssuedDuringPeriodValueEquityIncentivePlan Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-12 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInStockholdersEquityRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24:

http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax of other comprehensive income (loss) attributable to parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1A + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of new stock issued during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares issued during the period related to Restricted Stock Awards, net of any shares forfeited. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesRestrictedStockAwardNetOfForfeitures Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock related to Restricted Stock Awards issued during the period, net of the stock value of such awards forfeited. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueRestrictedStockAwardNetOfForfeitures Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 18 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Stockholders' Equity (Unaudited) (Parenthetical) $ in Thousands 9 Months Ended Sep. 30, 2024 USD ($) Statement of Stockholders' Equity [Abstract] Â Common stock issuance costs $ 480 X - DefinitionAmount of decrease in additional paid in capital (APIC) resulting from direct costs associated with issuing stock. Includes, but is not limited to, legal and accounting fees and direct costs associated with stock issues under a shelf registration. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalStockIssuedIssuanceCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfStockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 19 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows (Unaudited) - USD ($) 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Operating activities Â Â Net loss $ (308,020,000) $ (25,751,000) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Depreciation and amortization 5,942,000 14,549,000 Stockâ€“based compensation expense 77,800,000 82,114,000 Net accretion of discounts on marketable securities (28,952,000) (31,709,000) Non-cash adjustment to operating lease expense (3,025,000) (2,762,000) Right-of-use asset amortization for finance lease 431,000 0 Non-cash gain from divestiture of small molecule programs (14,537,000) 0 Changes in operating assets and liabilities: Â Â Prepaid expenses and other current assets (2,625,000) 1,910,000 Other non-current assets (1,178,000) 0 Accounts payable 151,000 4,512,000 Accruals and other current liabilities 6,090,000 (11,665,000) Related-party contract liability 0 (290,532,000) Deferred research and development funding liability, less current portion 3,944,000 0 Net cash used in operating activities (263,979,000) (259,334,000) Investing activities Â Â Purchases of marketable securities (1,056,263,000) (1,399,982,000) Maturities and sales of marketable securities 806,120,000 1,586,947,000 Purchases of property and equipment (10,820,000) (10,704,000) Net cash (used in) provided by investing activities (260,963,000) 176,261,000 Financing activities Â Â Proceeds from issuance of common stock and pre-funded warrants, net of issuance costs of $480K 499,253,000 0 Proceeds from exercise of awards under equity incentive plans 13,234,000 13,115,000 Payments for finance lease right-of-use asset (24,015,000) 0 Net cash provided by financing activities 488,472,000 13,115,000 Net decrease in cash, cash equivalents and restricted cash (36,470,000) (69,958,000) Cash, cash equivalents and restricted cash at beginning of period 128,681,000 219,544,000 Cash, cash equivalents and restricted cash at end of period 92,211,000 149,586,000 Supplemental disclosures of cash flow information Â Â Increase in right-of-use asset due to lessor assets 7,051,000 0 Non-cash recognition of new finance lease 5,689,000 0 Cash paid for finance lease interest 121,000 0 Cash paid during the period for income taxes 0 4,000 Equity consideration received in the divestiture of small molecule programs (Note 10) 15,000,000 0 Property and equipment purchases accrued but not yet paid $ 263,000 $ 6,230,000 X - DefinitionIncrease (Decrease) in Contract with Customer, Liability, Related Parties + ReferencesNo definition available. + Details Name: dnli_IncreaseDecreaseInContractWithCustomerLiabilityRelatedParties Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIncrease (Decrease) In Deferred Liability, Capitalized Research and Development Costs, Noncurrent + ReferencesNo definition available. + Details Name: dnli_IncreaseDecreaseInDeferredLiabilityCapitalizedResearchAndDevelopmentCostsNoncurrent Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIncrease (Decrease) In Non-Cash Operating Lease Expense + ReferencesNo definition available. + Details Name: dnli_IncreaseDecreaseInNonCashOperatingLeaseExpense Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFuture cash outflow to pay for purchases of fixed assets that have occurred. + ReferencesReference 1:

http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_CapitalExpendituresIncurredButNotYetPaid Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase in lease obligation from new lease. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3 + Details Name: us-gaap_CapitalLeaseObligationsIncurred Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22 + Details Name: us-gaap_DepreciationDepletionAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest paid on finance lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5 + Details Name: us-gaap_FinanceLeaseInterestPaymentOnLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for principal payment on finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5 + Details Name: us-gaap_FinanceLeasePrincipalPayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of amortization expense attributable to right-of-use asset from finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_FinanceLeaseRightOfUseAssetAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of assets, including but not limited to property plant and equipment, intangible assets and equity in securities of subsidiaries or equity method investee. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_GainLossOnDispositionOfAssets1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in accrued expenses, and obligations classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccruedLiabilitiesAndOtherOperatingLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInOtherNoncurrentAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of accretion of purchase discount on nonoperating securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_InvestmentIncomeAmortizationOfDiscount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesContinuingOperationsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesContinuingOperationsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesContinuingOperationsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18:

http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of noncash consideration received for selling an asset or business through a noncash (or part noncash) transaction. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_NoncashOrPartNoncashDivestitureAmountOfConsiderationReceived1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow for purchase of marketable security. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-11 + Details Name: us-gaap_PaymentsToAcquireMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash inflow from the additional capital contribution to the entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow from issuance of shares under share-based payment arrangement. Includes, but is not limited to, option exercised. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Subparagraph (a) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2A + Details Name: us-gaap_ProceedsFromIssuanceOfSharesUnderIncentiveAndShareBasedCompensationPlansIncludingStockOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the aggregate amount received by the entity through sale or maturity of marketable securities (held-to-maturity or available-for-sale) during the period. + ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromSaleAndMaturityOfMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase in right-of-use asset obtained in exchange for finance lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_RightOfUseAssetObtainedInExchangeForFinanceLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SupplementalCashFlowInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 20 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows (Unaudited) (Parenthetical) $ in Thousands 9 Months Ended Sep. 30, 2024 USD ($) Statement of Cash Flows [Abstract] Â Stock issuance costs $ 480 X - DefinitionThe cash outflow for cost incurred directly with the issuance of an equity security. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfStockIssuanceCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfCashFlowsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 21 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Significant Accounting Policies 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Significant Accounting Policies Significant Accounting PoliciesOrganization and Description of BusinessDenali Therapeutics Inc. ("Denali" or the â€œCompanyâ€) is a biopharmaceutical company, incorporated in Delaware, that discovers and develops therapeutics to defeat neurodegenerative diseases and lysosomal storage diseases. The Company is headquartered in South San Francisco, California.Basis of PresentationThe accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œU.S. GAAPâ€) for interim financial information and the instructions to Form 10-Q and Article 10 of the Securities and Exchange Commission ("SEC") Regulation S-X for interim financial information. These unaudited condensed consolidated financial statements and notes should be read in conjunction with the audited consolidated financial statements and notes thereto contained in the Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on FebruaryÂ 28, 2024 (the "2023 Annual Report on Form 10-K"). The Condensed Consolidated Balance Sheet as of December 31, 2023 was derived from the audited annual consolidated financial statements as of and for the period then ended. Certain information and footnote disclosures typically included in the Company's annual consolidated financial statements have been condensed or omitted. The accompanying unaudited condensed consolidated financial statements reflect all adjustments that, in the opinion of management, are necessary for a fair statement of the results of the interim periods presented. All such adjustments are of a normal recurring nature except for the impacts of adopting new accounting standards, if any, discussed below. These interim financial results are not necessarily indicative of results expected for the full fiscal year or for any subsequent interim period.During the nine months endedÂ September 30, 2024 the only material change to the Company's significant accounting and financial reporting policies from those reflected in the 2023 Annual Report on Form 10-K was the addition of accounting policies related to the finance lease included herein. For further information with regard to the remainder of the Companyâ€™s Significant Accounting Policies, please refer to Note 1, "Significant Accounting Policies," to the Companyâ€™s Consolidated Financial Statements included in the 2023 Annual Report on Form 10-K.Principles of ConsolidationThese unaudited condensed consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. All intercompany balances and transactions have been eliminated in consolidation.Â For the Company and its subsidiaries, the functional currency has been determined to be U.S. dollars. Monetary assets and liabilities denominated in foreign currency are remeasured at period-end exchange rates, non-monetary assets and liabilities denominated in foreign currencies are remeasured at historical rates, and transactions in foreign currencies are remeasured at average exchange rates. Foreign currency gains and losses resulting from remeasurement are recognized in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss.Use of EstimatesThe preparation of financial statements in conformity with U.S. GAAP requires the Company to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, as well as the reported amounts of expenses during the reporting period. Actual results could differ from those estimates, and such differences could be material to the Condensed Consolidated Balance Sheets and Condensed Consolidated Statements of Operations and Comprehensive Loss.Concentration of Credit Risk and Other Risks and UncertaintiesFinancial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents, and marketable securities. Substantially all of the Companyâ€™s cash and cash equivalents are deposited in accounts with financial institutions that management believes are of high credit quality. Such deposits have and will continue to exceed federally insured limits. The Company maintains its cash with accredited financial institutions and accordingly, such funds are subject to minimal credit risk. The Companyâ€™s investment policy limits investments to certain types of securities issued by the U.S. government and its agencies, as well as institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and marketable securities and issuers of marketable securities to the extent recorded on the Condensed Consolidated Balance Sheets. As of September 30, 2024 and December 31, 2023, the Company had no off-balance sheet concentrations of credit risk. The Company is subject to a number of risks similar to other clinical-stage biopharmaceutical companies, including, but not limited to, the need to obtain adequate additional funding, possible failure of current or future preclinical testing or clinical trials, its reliance on third parties to conduct its clinical trials, the need to obtain regulatory and marketing approvals for its product candidates, competitors developing new technological innovations, the need to successfully commercialize and gain market acceptance of the Companyâ€™s product candidates, its right to develop and commercialize its product candidates pursuant to the terms and conditions of the licenses granted to the Company, protection of proprietary technology, the ability to make milestone, royalty or other payments due under any license or collaboration agreements, and the need to secure and maintain adequate manufacturing arrangements with third parties. If the Company does not successfully commercialize or partner any of its product candidates, it will be unable to generate product revenue or achieve profitability. Further, the company is also subject to broad market risks and uncertainties resulting from recent events, such as bank failures or instability in the financial services sector, global pandemics, war and armed conflicts, inflation, rising interest rates, and recession risks as well as supply chain and labor shortages.SegmentsThe Company has one operating segment. The Companyâ€™s chief operating decision maker, its Chief Executive Officer, manages the Companyâ€™s operations on a consolidated basis for the purposes of allocating resources.InvestmentsInvestments in equity securities may be accounted for using (i) the fair value option, if elected, (ii) fair value through earnings if fair value is readily determinable or (iii) for equity investments without readily determinable fair values, the measurement alternative to measure at cost adjusted for any impairment and observable price changes, as applicable. The election to use the measurement alternative is made for each eligible investment.Cash, Cash Equivalents and Restricted CashThe Company considers all highly liquid investments with original maturities of 90 days or less at the date of purchase to be cash and cash equivalents. Cash equivalents are reported at fair value.Cash, cash equivalents, and restricted cash reported within the Condensed Consolidated Statements of Cash Flows is composed of cash and cash equivalents reported in the Condensed Consolidated Balance Sheets and $1.6 million of restricted cash for the letter of credit for the Companyâ€™s headquarters building lease which is includedÂ within otherÂ non-currentÂ assetsÂ in the Condensed Consolidated Balance Sheets.Marketable SecuritiesThe Company generally invests its excess cash in money market funds and investment grade short to intermediate-term fixed income securities. Such investments are included in cash and cash equivalents, short-term marketable securities or long-term marketable securities on the Condensed Consolidated Balance Sheets, are considered available-for-sale, and are reported at fair value with net unrealized gains and losses included as a component of stockholdersâ€™ equity. The Company classifies investments in securities with remaining maturities of less than one year, or where its intent is to use the investments to fund current operations or to make them available for current operations, as short-term investments. The Company classifies investments in securities with remaining maturities of over one year as long-term investments, unless intended to fund current operations. The amortized cost of debt securities is adjusted for amortization of premiums and accretion of discounts to maturity, which is included in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss. Realized gains and losses and declines in value determined to be due to credit losses on marketable securities, if any, are included in interest and other income, net.The Company periodically evaluates the need for an allowance for credit losses. This evaluation includes consideration of several qualitative and quantitative factors, including whether it has plans to sell the security, whether it is more likely than not it will be required to sell any marketable securities before recovery of its amortized cost basis, and if the entity has the ability and intent to hold the security to maturity, and the portion of any unrealized loss that is the result of a credit loss. Factors considered in making these evaluations include quoted market prices, recent financial results and operating trends, implied values from any recent transactions or offers of investee securities, credit quality of debt instrument issuers, expected cash flows from securities, other publicly available information that may affect the value of the marketable security, duration and severity of the decline in value, and the Company's strategy and intentions for holding the marketable security.Accounts ReceivableAccounts receivable are included within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets. The accounts receivable balance represents amounts receivable from the Company's collaboration partners net of an allowance for credit losses, if required.LeasesThe Company leases real estate and certain equipment for use in its operations. A determination is made as to whether an arrangement is a lease at inception. The Company recognizes finance and operating lease right-of-use (ROU) assets, and finance and operating lease liabilities based on the present value of the future minimum lease payments at the commencement date. The Company adjusts ROU assets as needed for any lease incentives it receives and for assets it purchases that are regarded as landlord-owned. When determining the present value of lease payments, the Company uses its incremental borrowing rate on the date of lease commencement, or the rate implicit in the lease, if known. The Company does not assume renewals in its determination of the lease term unless the renewals are deemed by management to be reasonably certain at lease inception.The Company recognizes amortization of the ROU assets and interest on the lease liabilities for its finance lease. Finance lease ROU assets are amortized on a straight-line basis from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. Operating lease expense is recognized on a straight-line basis over the lease term.Leases with an initial term of twelve months or less are not recorded on the balance sheet, unless they include an option to purchase the underlying asset that the Company is reasonably certain to exercise. The Company recognizes lease expenses on a straight-line basis over the lease term. The Company has leases with lease and non-lease components, which the Company has elected to account for as a single lease component. Revenue Recognition License, Option and Collaboration RevenueThe Company analyzes its collaboration arrangements to assess whether they are within the scope of ASCÂ 808,Â Collaborative ArrangementsÂ (â€œASCÂ 808â€) to determine whether such arrangements involve joint operating activities performed by parties that are both active participants in the activities and exposed to significant risks and rewards dependent on the commercial success of such activities.Â This assessment is performed throughout the life of the arrangement based on changes in the responsibilities of all parties in the arrangement.Â For collaboration arrangements within the scope of ASCÂ 808Â that contain multiple elements, the Company first determines which elements of the collaboration are deemed to be within the scope of ASCÂ 808Â and those that are more reflective of a vendor-customer relationship and, therefore, within the scope of Topic 606. For elements of collaboration arrangements that are accounted for pursuant to ASCÂ 808, an appropriate recognition method is determined and applied consistently, generally by analogy to Topic 606.Â The accounting treatment pursuant to Topic 606 is outlined below. The terms of license, option and collaboration agreements entered into typically include payment of one or more of the following: non-refundable, up-front license fees; option exercise fees; development, regulatory and commercial milestone payments; payments for manufacturing supply and research and development services and royalties on net sales of licensed products. Each of these payments results in license, collaboration and other revenue, except for revenues from royalties on net sales of licensed products, which are classified as royalty revenue. The core principle of Topic 606 is to recognize revenue when promised goods or services are transferred to customers in an amount that reflects the consideration that is expected to be received in exchange for those goods or services. The Company may also receive reimbursement or make payments to a collaboration partner to satisfy cost sharing requirements. These payments are accounted for pursuant to ASC 808 and are recorded as an offset or increase to research and development expenses, respectively.In determining the appropriate amount of revenue to be recognized as the Company fulfills its obligations under each of its agreements, the Company performs the following steps: (i)Â identification of the promised goods or services in the contract; (ii)Â determination of whether the promised goods or services are performance obligations including whether they are distinct in the context of the contract; (iii)Â measurement of the transaction price, including the constraint on variable consideration; (iv)Â allocation of the transaction price to the performance obligations based on estimated selling prices; and (v)Â recognition of revenue when (or as) the Company satisfies each performance obligation.Amounts received prior to satisfying the revenue recognition criteria are recorded as contract liabilities in the Companyâ€™s Condensed Consolidated Balance Sheets. If the related performance obligation is expected to be satisfied within the next twelve months this will be classified in current liabilities. Amounts recognized as revenue prior to the Company having an unconditional right (other than a right that is conditioned only on the passage of time) to receipt are recorded as contract assets in the Company's Condensed Consolidated Balance Sheets. If the Company expects to have an unconditional right to receive the consideration in the next twelve months, this will be classified in current assets. A net contract asset or liability is presented for each contract with a customer.At contract inception, the Company assesses the goods or services promised in a contract with a customer and identifies those distinct goods and services that represent a performance obligation. A promised good or service may not be identified as a performance obligation if it is immaterial in the context of the contract with the customer, if it is not separately identifiable from other promises in the contract (either because it is not capable of being separated or because it is not separable in the context of the contract), or if the promised good or service does not provide the customer with a material right. The Company considers the terms of the contract to determine the transaction price. The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both. Variable consideration will only be included in the transaction price when it is not considered constrained, which is when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. If it is determined that multiple performance obligations exist, the transaction price is allocated at the inception of the agreement to all identified performance obligations based on the relative standalone selling prices ("SSP").Â The relative SSP for each deliverable is estimated using external sourced evidence if it is available. If external sourced evidence is not available, the Company uses its best estimate of the SSP for the deliverable. Revenue is recognized when, or as, the Company satisfies a performance obligation by transferring a promised good or service to a customer. An asset is transferred when, or as, the customer obtains control of that asset, which for a service is considered to be as the services are received and used. The Company recognizes revenue over time by measuring the progress toward complete satisfaction of the relevant performance obligation using an appropriate input or output method based on the nature of the service promised to the customer.After contract inception, the transaction price is reassessed at every period end and updated for changes such as resolution of uncertain events. Any change in the transaction price is allocated to the performance obligations on the same basis as at contract inception, or to a single performance obligation as applicable. The Company accounts for the exercise of a material right as either a contract modification or as a continuation of the existing contract, as is most appropriate based on the facts and circumstances.Management may be required to exercise considerable judgment in estimating revenue to be recognized. Judgment is required in identifying performance obligations, estimating the transaction price, estimating the SSP of identified performance obligations, which may include forecasted revenue, development timelines, reimbursement rates for personnel costs, discount rates and probabilities of technical and regulatory success, and estimating the progress towards satisfaction of performance obligations.Comprehensive LossComprehensive loss is composed of net loss and certain changes in stockholdersâ€™ equity that are excluded from net loss, primarily unrealized gains or losses on the Companyâ€™s marketable securities.Net Loss Per ShareBasic net loss per share is calculated by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is the same as basic net loss per share, since the effects of potentially dilutive securities are antidilutive given the net loss for each period presented. The weighted-average common shares outstanding as of September 30, 2024 includes pre-funded warrants to purchase shares of common stock that were issued in connection with the February 2024 private placement, as discussed further in Note 7 - "Common Stock".Recently Issued Accounting PronouncementsIn November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which is intended to improve reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments in this Update are effective for all public entities for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. The guidance is to be applied retrospectively to all prior periods presented in the financial statements. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its consolidated financial statements and related disclosures.In December 2023, the FASB issued Accounting Standards Update No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires that an entity, on an annual basis, disclose additional income tax information, primarily related to the rate reconciliation and income taxes paid. The amendments in this Update are effective to be applied prospectively for annual periods beginning after December 15, 2024, with early adoption permitted. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its income tax disclosures.In November 2024, the FASB issued Accounting Standards Update No. 2024-03, Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which is intended to improve the disclosures of expenses by providing more detailed information about the types of expenses in commonly presented expense captions. The amendments in this update are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. Early adoption is permitted. The amendments can be applied either prospectively or retrospectively. The Company has not early adopted this update, and is currently evaluating the impact of this new standard on its consolidated financial statements and related disclosures. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for all significant accounting policies of the reporting entity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContent + Details Name: us-gaap_SignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value Measurements Fair Value MeasurementsAssets and liabilities measured at fair value at each balance sheet date are as follows (in thousands):September 30, 2024Level 1Level 2Level 3TotalAssets:Cash equivalents:Money market funds$75,600Â $â€”Â $â€”Â $75,600Â Short-term marketable securities:U.S. government treasuries703,259Â â€”Â â€”Â 703,259Â Corporate debt securitiesâ€”Â 16,386Â â€”Â 16,386Â Commercial paperâ€”Â 26,278Â â€”Â 26,278Â Long-term marketable securities:U.S. government treasuries415,891Â â€”Â â€”Â 415,891Â Corporate debt securitiesâ€”Â 29,572Â â€”Â 29,572Â Total$1,194,750Â $72,236Â $â€”Â $1,266,986Â December 31, 2023Level 1Level 2Level 3TotalAssets:Cash equivalents:Money market funds$121,034Â $â€”Â $â€”Â $121,034Â Short-term marketable securities:U.S. government treasuries869,172Â â€”Â â€”Â 869,172Â U.S. government agency securitiesâ€”Â 7,086Â â€”Â 7,086Â Commercial paperâ€”Â 31,147Â â€”Â 31,147Â Total$990,206Â $38,233Â $â€”Â $1,028,439Â The Companyâ€™s LevelÂ 2 securities are valued using third-party pricing sources. The pricing services utilize industry standard valuation models, including both income and market-based approaches, for which all significant inputs are observable, either directly or indirectly.The Company has not transferred any assets or liabilities between the fair value measurement levels for the nine months ended September 30, 2024 or for the year ended December 31, 2023. X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Marketable Securities 9 Months Ended Sep. 30, 2024 Investments, Debt and Equity Securities [Abstract] Â Marketable Securities Marketable SecuritiesAll marketable securities were consideredÂ available-for-saleÂ at September 30, 2024 and December 31, 2023. On a recurring basis, the Company records its marketable securities at fair value using Level 1 or Level 2 inputs as discussed in Note 2, "Fair Value Measurements". The amortized cost, gross unrealized holding gains or losses, and fair value of the Companyâ€™s marketable securities by major security type at each balance sheet date are summarized in the tables below (in thousands):September 30, 2024Amortized CostUnrealized Holding GainsUnrealized Holding LossesAggregate Fair ValueShort-term marketable securities:U.S. government treasuries(1)$701,700Â $1,565Â (6)703,259Â Corporate debt securities16,279Â 107Â â€”Â 16,386Â Commercial paper26,278Â â€”Â â€”Â 26,278Â Total short-term marketable securities744,257Â 1,672Â (6)745,923Â Long-term marketable securities:U.S. government treasuries(2)412,031Â 3,861Â (1)415,891Â Corporate debt securities29,217Â 355Â â€”Â 29,572Â Total long-term marketable securities441,248Â 4,216Â (1)445,463Â Total$1,185,505Â $5,888Â (7)1,191,386Â ____(1)Unrealized holding losses on 1 security with an aggregate fair value of $59.9 million.(2)Unrealized holding losses on 1 security with an aggregate fair value of $5.0 million.December 31, 2023Amortized CostUnrealized Holding GainsUnrealized Holding LossesAggregate Fair ValueShort-term marketable securities:U.S. government treasuries$868,174Â $998Â $â€”Â $869,172Â U.S. government agency securities(1)7,089Â â€”Â (3)7,086Â Commercial paper31,147Â â€”Â â€”Â 31,147Â Total$906,410Â $998Â (3)907,405Â ____(1)Unrealized holding losses on 2 securities with an aggregate fair value of $7.1 million. As of September 30, 2024 and December 31, 2023, some of the Company's marketable securities were in an unrealized loss position. The Company has not recognized an allowance for credit losses as of September 30, 2024 or December 31, 2023. The Company determined that it had the ability and intent to hold all marketable securities that have been in a continuous loss position until maturity or recovery. Further, a majority of these marketable securities are held in U.S. government securities, and the remainder were initially, and continue to be, held with investment grade, high credit quality institutions. All marketable securities with unrealized losses as of each balance sheet date have been in a loss position for less than twelve months or the loss is not material.As of September 30, 2024, all of the Companyâ€™s marketable securities have an effective maturity of less than two years. X - DefinitionThe entire disclosure of cash, cash equivalents, and debt and equity securities, including any unrealized or realized gain (loss). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/320/tableOfContent + Details Name: us-gaap_CashCashEquivalentsAndMarketableSecuritiesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_InvestmentsDebtAndEquitySecuritiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 24 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisition and Research and Development Funding Collaboration Agreement 9 Months Ended Sep. 30, 2024 Business Combination, Asset Acquisition, and Joint Venture Formation [Abstract] Â Acquisition and Research and Development Funding Collaboration Agreement Acquisition and Research and Development Funding Collaboration AgreementAcquisition of F-star GammaIn August 2016, the Company entered into a License and Collaboration Agreement (â€œF-star Collaboration Agreementâ€) withÂ F-starÂ Gamma Limited (â€œF-star Gammaâ€),Â F-starÂ Biotechnologische Forschungs- und Entwicklungsges M.B.H ("F-star GmbH") andÂ F-starÂ Biotechnology Limited ("F-star Ltd") (collectively,Â â€œF-starâ€) to leverageÂ F-starâ€™sÂ modular antibody technology and the Companyâ€™s expertise in the development of therapies for neurodegenerative diseases. In May 2018, the Company exercised the pre-negotiated option agreement (the "Option Agreement") under the F-star Collaboration Agreement and entered into a Share Purchase Agreement (the â€œPurchaseÂ Agreementâ€) with the shareholders ofÂ F-starÂ Gamma and Shareholder Representative Services LLC, pursuant to which the Company acquired all of the outstanding shares ofÂ F-starÂ Gamma (the â€œAcquisitionâ€). The details of the Acquisition are further described in Note 4, "Acquisition", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K.As of September 30, 2024, the Company had paid consideration of $49.8Â million in the aggregate consisting of up-front, preclinical, and clinical contingent consideration, all of which was recorded as research and development expense as incurred. This amount includes a $30.0Â million contingent consideration payment which was triggered and recorded as research and development expense in March 2023 upon the achievement of a specified clinical milestone in the ETV:IDS program. This contingent consideration payment fully satisfies the Company's clinical contingent consideration obligations under the Purchase Agreement. There was no contingent consideration expense recognized for the three and nine months ended September 30, 2024 or the three months ended September 30, 2023.Collaboration and Development Funding AgreementOn January 29, 2024, the Company entered into a Collaboration and Development Funding Agreement with an unrelated third party, pursuant to which this third party will provide up to $75.0Â million of funding and collaborate with the Company to conduct a global Phase 2a study of BIIB122/DNL151 in patients with Parkinsonâ€™s disease and confirmed pathogenic variants of LRRK2.Pursuant to this agreement, an upfront payment of $12.5Â million was received in January 2024, and a further payment of $12.5Â million was received in July 2024, with the remainder to be paid upon achievement of operational milestones in the study. After the full $75.0Â million in consideration has been paid, the third party will be eligible to receive low single-digit royalties from the Company on annual worldwide net sales of LRRK2 inhibitors for the treatment of Parkinsonâ€™s disease. The Company determined that this arrangement is an R&D funding arrangement under ASC 730. As the third party is sharing in the risk associated with research and development activities with the Company, the development funding is recognized as an obligation to perform contractual services. Accordingly, payments received will be recorded as a liability, and recognized by the Company as a reduction to research and development expenses over the estimated Phase 2a study period as the underlying research and development costs are incurred. R&D funding under this arrangement of $2.5Â million and $4.8Â million offset research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss for the three and nine months ended September 30, 2024, respectively. As of September 30, 2024, $16.3Â million and $3.9Â million of current and non-current deferred research and development funding liability were recorded on the Condensed Consolidated Balance Sheet, respectively. X - DefinitionThe entire disclosure for asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_BusinessCombinationAndAssetAcquisitionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 25 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration Agreements 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Collaboration Agreements Collaboration AgreementsBiogenIn October 2020, the Company entered into a Definitive Collaboration and License Agreement (â€œLRRK2 Agreementâ€), pursuant to which it granted Biogen a license to co-develop and co-commercialize its small molecule LRRK2 inhibitor program (the â€œLRRK2 Programâ€), and a Right of First Negotiation, Option and License Agreement (the â€œROFN and Option Agreementâ€), pursuant to which it granted an option and right of first negotiation to certain of the Company's programs utilizing our TV technology platform, including its amyloid beta program (collectively the "Biogen Collaboration Agreement"), with Biogen Inc.â€™s subsidiaries, Biogen MA Inc. (â€œBIMAâ€) and Biogen International GmbH (â€œBIGâ€) (BIMA and BIG, collectively, â€œBiogenâ€). The details of the Biogen Collaboration Agreement, the August 2023 amendment to the ROFN and Option Agreement, and the payments the Company has received, and is entitled to receive, are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the 2023 Annual Report on Form 10-K. In April 2023, Biogen exercised its option to license Denaliâ€™s ATV:Abeta program which was previously concluded to be a material right, triggering payment of a $5.0Â million option fee which was received in May 2023 and allocated to the material right in its entirety. On July 26, 2024, Denali and Biogen executed a Side Letter to the ROFN and Option Agreement, pursuant to which, effective as of the date of the Side Letter, Biogen terminated its license to the ATV:Abeta program enabled by Denaliâ€™s TfR-targeting technology against amyloid beta for the potential treatment of Alzheimer's disease, and granted Denali rights to data generated during the collaboration. The side letter also effected the immediate termination of the ROFN and Option Agreement; as such, the Company expects to receive no future milestone or royalty payments from Biogen related to the ATV:Abeta program. There were no changes to the terms of the LRRK2 Agreement during the three and nine months ended September 30, 2024 or 2023. The Company has no remaining performance obligations under the Biogen Collaboration Agreement, and therefore no contract liability remained on the Condensed Consolidated Balance Sheets as of September 30, 2024 or December 31, 2023. As of December 31, 2023, Biogen was no longer considered a related party as defined in ASC 850.As of September 30, 2024, the Company has not recorded milestone revenue or product sales under the Biogen Collaboration Agreement.SanofiIn October 2018, the Company entered into a Collaboration and License Agreement ("Sanofi Collaboration Agreement") with Genzyme Corporation, a wholly owned subsidiary of Sanofi S.A. ("Sanofi"). The details of the Sanofi Collaboration Agreement and the payments the Company has received, and is entitled to receive, are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K. The Company has no remaining performance obligations under the Sanofi Collaboration Agreement, and therefore no contract liability remains on the Condensed Consolidated Balance Sheets as of September 30, 2024 or December 31, 2023. As of September 30, 2024, the Company had earned milestone payments of $100.0 million and had not recorded any product sales under the Sanofi Collaboration Agreement. Takeda In January 2018, the Company entered into a Collaboration and Option Agreement ("Takeda Collaboration Agreement") with Takeda Pharmaceutical Company Limited ("Takeda"). The details of the Takeda Collaboration Agreement are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K. There are no remaining performance obligations or potential payments remaining under the initial Takeda Collaboration Agreement. The opt-in by Takeda on the PTV:PGRN and ATV:TREM2 programs represented two new contracts with a customer for accounting purposes (the "PTV:PGRN Collaboration Agreement" and the "ATV:TREM2 Collaboration Agreement"), both of which became effective in December 2021. The details of the PTV:PGRN Collaboration Agreement and the ATV:TREM2 Collaboration Agreement are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K.As of September 30, 2024, the Company had earned an aggregate of $10.0Â million in option fee payments and $10.0Â million in milestone payments from Takeda under the PTV:PGRN and ATV:TREM2 Collaboration Agreements, and had not recorded any product sales under either agreement. Collaboration RevenueRevenue disaggregated by collaboration agreement and performance obligation is as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Takeda Collaboration Agreement:PTV:PGRN Collaboration Agreement(1)$â€”Â $â€”Â â€”Â 10,000Â Total Takeda Collaboration Revenueâ€”Â â€”Â â€”Â 10,000Â Sanofi Collaboration AgreementCNS Program License(2)â€”Â â€”Â â€”Â 25,000Â Total Sanofi Collaboration Revenueâ€”Â â€”Â â€”Â 25,000Â Biogen Collaboration AgreementATV:Abeta Program License(3)â€”Â â€”Â â€”Â 293,912Â Option Research Services(4)â€”Â 1,267Â â€”Â 1,619Â Total Biogen Collaboration Revenueâ€”Â 1,267Â â€”Â 295,531Â Total Collaboration Revenue$â€”Â $1,267Â $â€”Â $330,531Â ____(1)Revenue for the nine months ended September 30, 2023 from a specified clinical milestone in the Phase 1/2 study of DNL593 in patients with frontotemporal dementia-granulin (FTD-GRN).(2)Revenue for the nine months ended September 30, 2023 from a milestone payment triggered and received in January 2023 upon the commencement of dosing in a Phase 2 study of SAR443820/DNL788 in individuals with multiple sclerosis.(3)Revenue for the nine months ended September 30, 2023 was associated with Biogen exercising its option to license Denaliâ€™s ATV:Abeta program which was previously concluded to be a material right, $288.9Â million of which was included in the contract liability balance at the beginning of the period and $5.0Â million of which was an option exercise fee received in April 2023.(4)Revenue for the three and nine months ended September 30, 2023 was included in the contract liability balance at the beginning of the period. Cost Sharing Payments and ReimbursementsCost sharing payments to collaboration partners recorded as expenses in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss, and cost sharing reimbursements from collaboration partners recorded as an offset to expense in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss are as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Takeda Collaboration Agreement:PTV:PGRN cost sharing (reimbursements)$(1,211)$(1,777)$(3,549)$(5,120)ATV:TREM2 cost sharing (reimbursements)(208)(1,018)(936)(4,279)Total Takeda cost sharing (reimbursements)(1)(1,419)(2,795)(4,485)(9,399)Biogen Collaboration Agreement: LRRK2 cost sharing payments(2)4,965Â 3,378Â 14,194Â 14,504Â Net cost sharing payments (reimbursements)$3,546Â $583Â $9,709Â $5,105Â ______________________________(1)Cost sharing reimbursements of $1.4Â million and $2.7Â million were recorded as a receivable within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively. (2)Cost sharing payments due to Biogen of $5.0Â million and $3.2Â million were recorded within accounts payable on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively. X - DefinitionThe entire disclosure for collaborative arrangements in which the entity is a participant, including a) information about the nature and purpose of such arrangements; b) its rights and obligations thereunder; c) the accounting policy for collaborative arrangements; and d) the income statement classification and amounts attributable to transactions arising from the collaborative arrangement between participants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -SubTopic 10 -Topic 808 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 808 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 808 -Publisher FASB -URI https://asc.fasb.org/808/tableOfContent + Details Name: us-gaap_CollaborativeArrangementDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 26 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Commitments and Contingencies Commitments and ContingenciesLease ObligationsIn May 2018, the Company entered into an operating lease for its corporate headquarters in South San Francisco (the "Headquarters Lease"), as further described in Note 8, "Commitments and Contingencies," to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K. In August 2021, the Company entered into a lease for laboratory, office and warehouse premises in Salt Lake City, Utah. In March 2023, the Company terminated this lease, which resulted in the recognition of $7.9Â million of accelerated depreciation on leasehold improvements in the nine months ended September 30, 2023. In April 2023, the Company entered into a lease in Salt Lake City (the â€œSLC Leaseâ€) for a 59,336 square foot laboratory, office and warehouse premises with a contractual term of approximately 15 years upon commencement, and undiscounted lease payments of approximately $13.4 million, which was subsequently amended in October 2023. The accounting lease commencement date was determined to be August 1, 2024, the date the Company was deemed to have obtained control over the property, at which time the lease was determined to be a finance lease and the lease liability and ROU asset were recorded on the Condensed Consolidated Balance Sheet. Included in the ROU asset as of September 30, 2024 are $33.1 million of assets purchased by the Company, which are considered to be owned by the landlord.Management exercised judgment in applying the requirements of ASC 842, including the determination as to whether certain contracts contain a lease, lease classification, the lease consideration, the commencement date of the leases, and for leases identified under the standard, the discount rate used to determine the measurement of the lease liability. The discount rates of the Company's operating and finance leases are an approximation of the Company's incremental borrowing rate and are dependent upon the term and economics of the agreement. To estimate the incremental borrowing rate, management considers observable debt yields of comparable market instruments, as well as benchmarks within the lease agreement that may be indicative of the rate implicit in the lease. There were no changes to the terms of the leases recognized under ASC 842 during the three and nine months ended September 30, 2024.Operating lease costs were $1.9 million and $5.8 million for the three and nine months ended September 30, 2024, respectively, and $1.9 million and $6.1 million for the three and nine months ended September 30, 2023, respectively. Variable lease costs were $1.6 million and $3.9 million for the three and nine months ended September 30, 2024, respectively, and $1.3 million and $3.3 million for the three and nine months ended September 30, 2023, respectively. Finance lease costs representing amortization of ROU assets and interest on lease liability were $0.4 million and $0.1 million, respectively, for both the three and nine months ended September 30, 2024. There was no finance lease cost for the three and nine months ended September 30, 2023.The following tables contain a summary of other information pertaining to the Companyâ€™s leases for the periods presented (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Operating cash flows from operating lease$2,885Â $2,793Â $8,532Â $8,552Â As of September 30,20242023Weighted-average remaining lease term (in years):Operating lease4.6 years5.6 yearsFinance lease14.5 yearsâ€”Weighted-average discount rate applied (%):Operating lease9.0%9.0%Finance lease13.7%â€”%The following table reconciles the undiscounted cash flows for the next five years and total of the remaining years to the operating and finance lease liabilities recorded in the Condensed Consolidated Balance Sheet as of September 30, 2024 (in thousands):Year Ended December 31:Operating LeaseFinance Lease2024 (three months)$2,885Â $191Â 202511,793Â 777Â 202612,182Â 794Â 202712,584Â 811Â 202813,001Â 829Â Thereafter4,381Â 9,661Â Total undiscounted lease payments56,826Â 13,063Â Less: present value adjustment(9,940)â€”Â Less: imputed interestâ€”Â (7,381)Total future minimum lease payments$46,886Â $5,682Â IndemnificationIn the ordinary course of business, the Company may provide indemnifications of varying scope and terms to vendors, lessors, business partners, board members, officers, and other parties with respect to certain matters, including, but not limited to, losses arising out of breach of such agreements, services to be provided by the Company, negligence or willful misconduct of the Company, violations of law by the Company, or from intellectual property infringement claims made by third parties. In addition, the Company has entered into indemnification agreements with directors and certain officers and employees that will require the Company, among other things, to indemnify them against certain liabilities that may arise by reason of their status or service as directors, officers or employees. No demands have been made upon the Company to provide indemnification under such agreements, and thus, there are no claims that the Company is aware of that could have a material effect on the Companyâ€™s Condensed Consolidated Balance Sheets, Condensed Consolidated Statements of Operations and Comprehensive Loss, or Condensed Consolidated Statements of Cash Flows.CommitmentsIn September 2017, the Company entered into a Development and Manufacturing Services Agreement as amended (â€œDMSAâ€) with Lonza Sales AG (â€œLonzaâ€) for the development and manufacture of biologic products. Under the DMSA, the Company will execute purchase orders based on project plans authorizing Lonza to provide development and manufacturing services with respect to certain of the Company's antibody and enzyme products, and will pay for the services provided and batches delivered in accordance with the DMSA and project plan. Unless earlier terminated, the DMSA will expire when all development and manufacturing services are completed, which is not expected to be before January 2028. As of September 30, 2024 and December 31, 2023, the Company had total non-cancellable purchase commitments under the DMSA of $23.4 million and $37.6 million, respectively.During the three months ended September 30, 2024 and 2023, the Company incurred costs of $6.0 million and $10.4Â million, respectively, and made payments of $1.9 million and $12.8 million, respectively, for the development and manufacturing services rendered under the DMSA. During the nine months ended September 30, 2024 and 2023, the Company incurred costs of $28.6 million and $26.5 million, respectively, and made payments of $32.2 million and $24.9 million, respectively, for the development and manufacturing services rendered under the DMSA.In the normal course of business, the Company enters into other firm purchase commitments primarily related to research and development activities. The Company had contractual obligations under certain clinical and manufacturing agreements other than the DMSA of $25.6 million and $34.8 million, as of September 30, 2024 and December 31, 2023, respectively, with certain amounts subject to cost sharing with Takeda.ContingenciesFrom time to time, the Company may be involved in lawsuits, arbitration, claims, investigations and proceedings consisting of intellectual property, employment and other matters which arise in the ordinary course of business. The Company records accruals for loss contingencies to the extent that the Company concludes that it is probable that a liability has been incurred and the amount of the related loss can be reasonably estimated. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Common Stock 9 Months Ended Sep. 30, 2024 Equity [Abstract] Â Common Stock Common StockOn February 27, 2024, the Company entered into a securities purchase agreement (the "Purchase Agreement") with certain investors for the private placement of (i) 3,244,689 shares of Denali's common stock at a price of $17.07 per share and (ii) pre-funded warrants to purchase an aggregate of 26,046,065 shares of Denali's common stock (the "Pre-Funded Warrants") at a purchase price of $17.06 per Pre-Funded Warrant, which represents the per share price for the common stock less the $0.01 exercise price. The private placement closed on FebruaryÂ 29, 2024, at which time the Company received aggregate net proceeds of approximately $499.3 million, after deducting issuance costs of approximately $0.5 million.The Pre-Funded Warrants were classified as a component of permanent equity in the Companyâ€™s consolidated balance sheet as they are freestanding financial instruments that are immediately exercisable, do not embody an obligation for the Company to repurchase its shares and permit the holders to receive a fixed number of shares of common stock upon exercise. All of the Pre-Funded Warrants issued in the private placement were outstanding as of September 30, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-6Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-6Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(e)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505/tableOfContent Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18 + Details Name: us-gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R17.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Awards 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Stock-Based Awards Stock-Based AwardsThe Company has issued stock-based awards from various equity incentive and stock purchase plans, as more fully described in Note 9, "Stock-Based Awards" to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K.Stock Option ActivityThe following table summarizes stock option activity for the nine months ended September 30, 2024:Number of OptionsWeighted-Average ExerciseÂ PriceBalance at December 31, 202316,490,551Â $27.34Â Granted4,498,161Â 20.30Â Exercised(744,389)13.47Â Forfeited(1,663,311)31.29Â Balance at September 30, 202418,581,012Â $25.84Â Vested and expected to vest at September 30, 202417,771,141Â $26.98Â Exercisable at September 30, 202411,543,850Â $27.89Â The estimated fair value of stock options granted to employees were calculated using the Black-Scholes option-pricing model using the following assumptions:Nine Months Ended September 30,20242023Expected term (in years)5.50 - 6.085.50 - 6.08Volatility64.5% - 66.0%67.9% - 69.6%Risk-free interest rate3.7% - 4.5%3.4% - 4.3%Dividend yieldâ€”â€”Restricted Stock ActivityThe following table summarizes restricted stock unit ("RSU") activity for the nine months ended September 30, 2024:Number of RSU sharesWeighted-Average Fair Value at Date of Grant per ShareUnvested at December 31, 20233,635,157Â $35.60Â Granted2,347,721Â 20.49Â Vested and released(1,261,137)37.07Â Forfeited(727,400)28.85Â Unvested and expected to vest at September 30, 20243,994,341Â $27.48Â Stock-Based Compensation ExpenseThe Companyâ€™s results of operations include expenses relating to stock-based compensation as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Research and development$14,141Â $15,821Â $44,847Â $47,795Â General and administrative10,719Â 11,638Â 32,953Â 34,319Â Total$24,860Â $27,459Â $77,800Â $82,114Â X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 29 R18.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Net Loss Per Share Net Loss Per ShareSince the Company was in a loss position for all periods presented, basic net loss per share is the same as diluted net loss per share for all periods as the inclusion of all potential shares of common stock outstanding would have been anti-dilutive. The following table sets forth the computation of basic and diluted net loss per share (in thousands, except share and per share amounts):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Numerator:Net loss$(107,192)$(99,353)$(308,020)$(25,751)Denominator:Weighted average number of:Common stock shares outstanding143,410,923Â 137,644,534Â 142,151,719Â 137,076,199Â Private placement pre-funded warrants26,046,065Â â€”Â 20,437,606Â â€”Â Total169,456,988Â 137,644,534Â 162,589,325Â 137,076,199Â Net loss per share(0.63)(0.72)(1.89)(0.19)Potentially dilutive securities, including options issued and outstanding, Employee Stock Purchase Plan (â€œESPPâ€) shares issuable, and restricted shares subject to future vesting that were not included in the diluted per share calculations for the periods presented because they would be anti-dilutive totaled approximately 22.7 million and 20.7 million shares as of September 30, 2024 and September 30, 2023, respectively. X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 30 R19.htm IDEA: XBRL DOCUMENT v3.24.3 Divestiture of Preclinical Small Molecule Programs 9 Months Ended Sep. 30, 2024 Disposal Groups, Including Disposal Of Long-Lived Assets [Abstract] Â Divestiture of Preclinical Small Molecule Programs Divestiture of Preclinical Small Molecule ProgramsOn March 1, 2024, the Company divested certain assets, including specified intellectual property, tangible assets, and equipment used to conduct early stage small molecule drug discovery ("Divested Assets") through an Asset Purchase and License Agreement (the "Asset Purchase Agreement") executed with a venture-backed private company ("VBPC"). Additionally, certain of the Companyâ€™s employees terminated their employment with the Company and became employees of VBPC. In exchange for the Divested Assets, the Company received equity consideration in the form of a simple agreement for future equity (â€œSAFEâ€), equal to $15.0Â million of equity in VBPCâ€™s next financing round or, if VBPCâ€™s next equity financing does not occur prior to December 31, 2024, a number of shares of preferred stock issued in VBPCâ€™s previous round of equity financing prior to this agreement equal to $15.0Â million divided by the price per share paid by investors in that previous equity financing. The Company may also be eligible to receive certain market valuation, development and sales based milestone payments up to approximately $1.2 billion in the form of either cash or equity at the election of VBPC. The Company will also be entitled to receive future royalties on aggregate net sales of any products that bind to certain identified targets, on a product-by-product and country-by-country basis during the periods of time commencing at the time of the first commercial sale of such product in such country, until the later of (i) the expiration of certain related patents, (ii) the expiration of Regulatory Exclusivity, or (iii) ten years after such first commercial sale.Concurrently, VBPC and the Company also entered into a sublease for 12,985 square feet of office and lab space within the Company's corporate headquarters, and transition and research services agreement ("Service Agreements"). The sublease commenced in May 2024 and continues for a period of approximately ten months, with two optional six month extension periods. The Service Agreements allow Denali to provide access to equipment and provision of certain specified administrative and research services to VBPC for a period up to the end of the sublease term. This divestiture did not meet the criteria for reporting discontinued operations as the sale does not represent a strategic shift in the Companyâ€™s business. The Company recognized a gain on divestiture of approximately $14.5Â million in the Condensed Consolidated Statements of Operations and Comprehensive Loss during the nine months ended September 30, 2024, representing the difference between the fair value of the consideration received and the carrying amount of the Divested Assets.The Company recorded the SAFE at $15.0Â million based on the expected value of the equity to be received within other non-current assets in the Condensed Consolidated Balance Sheet. The SAFE remains outstanding as of September 30, 2024. X - DefinitionDisposal Groups, Including Disposal Of Long-Lived Assets + ReferencesNo definition available. + Details Name: dnli_DisposalGroupsIncludingDisposalOfLongLivedAssetsAbstract Namespace Prefix: dnli_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisposal Groups, Including Disposal Of Long-Lived Assets + ReferencesNo definition available. + Details Name: dnli_DisposalGroupsIncludingDisposalOfLongLivedAssetsTextBlock Namespace Prefix: dnli_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Pay vs Performance Disclosure - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Net loss $ (107,192) $ (99,353) $ (308,020) $ (25,751) X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 32 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 3 Months Ended 9 Months Ended Sep. 30, 2024 shares Sep. 30, 2024 shares Trading Arrangements, by Individual Â Â Material Terms of Trading Arrangement Â Our policy governing transactions in our securities by our directors, officers, and employees permits our officers, directors and employees to enter into trading plans complying with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended. As disclosed in the table below, during the third quarter of 2024, certain directors adopted a â€œRule 10b5-1 trading arrangementâ€. These plans provide for the sale of our common stock and are intended to satisfy the affirmative defense in Rule 10b5-1(c).NamePositionDate of Plan AdoptionScheduled End Date of Trading Arrangement(1)Maximum Total Shares of Common Stock to be Sold Under the Plan(2)David SchenkeinDirector8/12/20242/15/2026110,524Â Ryan WattsChief Executive Officer9/16/20248/1/2025495,282Â ____(1)In each case, the trading arrangement may expire on an earlier date if and when all transactions under the arrangement are completed.(2)This amount represents the maximum total shares that could be sold under the plan, but the amounts may change for executive officers due to the sale of shares to satisfy tax withholding requirements. Non-Rule 10b5-1 Arrangement Adopted false Â Rule 10b5-1 Arrangement Terminated false Â Non-Rule 10b5-1 Arrangement Terminated false Â David Schenkein [Member] Â Â Trading Arrangements, by Individual Â Â Name David Schenkein Â Title Director Â Rule 10b5-1 Arrangement Adopted true Â Adoption Date 8/12/2024 Â Expiration Date 2/15/2026 Â Arrangement Duration 552 days Â Aggregate Available 110,524 110,524 Ryan Watts [Member] Â Â Trading Arrangements, by Individual Â Â Name Ryan Watts Â Title Chief Executive Officer Â Rule 10b5-1 Arrangement Adopted true Â Adoption Date 9/16/2024 Â Expiration Date 8/1/2025 Â Arrangement Duration 319 days Â Aggregate Available 495,282 495,282 X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_MtrlTermsOfTrdArrTextBlock Namespace Prefix: ecd_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph B + Details Name: ecd_TrdArrAdoptionDate Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph C + Details Name: ecd_TrdArrDuration Namespace Prefix: ecd_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph C + Details Name: ecd_TrdArrExpirationDate Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TrdArrIndName Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TrdArrIndTitle Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph D + Details Name: ecd_TrdArrSecuritiesAggAvailAmt Namespace Prefix: ecd_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Details Name: ecd_IndividualAxis=dnli_DavidSchenkeinMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: ecd_IndividualAxis=dnli_RyanWattsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 33 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Significant Accounting Policies (Policies) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Organization and Description of Business Organization and Description of BusinessDenali Therapeutics Inc. ("Denali" or the â€œCompanyâ€) is a biopharmaceutical company, incorporated in Delaware, that discovers and develops therapeutics to defeat neurodegenerative diseases and lysosomal storage diseases. The Company is headquartered in South San Francisco, California. Basis of Presentation Basis of PresentationThe accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (â€œU.S. GAAPâ€) for interim financial information and the instructions to Form 10-Q and Article 10 of the Securities and Exchange Commission ("SEC") Regulation S-X for interim financial information. These unaudited condensed consolidated financial statements and notes should be read in conjunction with the audited consolidated financial statements and notes thereto contained in the Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on FebruaryÂ 28, 2024 (the "2023 Annual Report on Form 10-K"). The Condensed Consolidated Balance Sheet as of December 31, 2023 was derived from the audited annual consolidated financial statements as of and for the period then ended. Certain information and footnote disclosures typically included in the Company's annual consolidated financial statements have been condensed or omitted. The accompanying unaudited condensed consolidated financial statements reflect all adjustments that, in the opinion of management, are necessary for a fair statement of the results of the interim periods presented. All such adjustments are of a normal recurring nature except for the impacts of adopting new accounting standards, if any, discussed below. These interim financial results are not necessarily indicative of results expected for the full fiscal year or for any subsequent interim period. Principles of Consolidation Principles of ConsolidationThese unaudited condensed consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. All intercompany balances and transactions have been eliminated in consolidation.Â For the Company and its subsidiaries, the functional currency has been determined to be U.S. dollars. Monetary assets and liabilities denominated in foreign currency are remeasured at period-end exchange rates, non-monetary assets and liabilities denominated in foreign currencies are remeasured at historical rates, and transactions in foreign currencies are remeasured at average exchange rates. Foreign currency gains and losses resulting from remeasurement are recognized in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss. Use of Estimates Use of EstimatesThe preparation of financial statements in conformity with U.S. GAAP requires the Company to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, as well as the reported amounts of expenses during the reporting period. Actual results could differ from those estimates, and such differences could be material to the Condensed Consolidated Balance Sheets and Condensed Consolidated Statements of Operations and Comprehensive Loss. Concentration of Credit Risk and Other Risks and Uncertainties Concentration of Credit Risk and Other Risks and UncertaintiesFinancial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents, and marketable securities. Substantially all of the Companyâ€™s cash and cash equivalents are deposited in accounts with financial institutions that management believes are of high credit quality. Such deposits have and will continue to exceed federally insured limits. The Company maintains its cash with accredited financial institutions and accordingly, such funds are subject to minimal credit risk. The Companyâ€™s investment policy limits investments to certain types of securities issued by the U.S. government and its agencies, as well as institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and marketable securities and issuers of marketable securities to the extent recorded on the Condensed Consolidated Balance Sheets. As of September 30, 2024 and December 31, 2023, the Company had no off-balance sheet concentrations of credit risk. The Company is subject to a number of risks similar to other clinical-stage biopharmaceutical companies, including, but not limited to, the need to obtain adequate additional funding, possible failure of current or future preclinical testing or clinical trials, its reliance on third parties to conduct its clinical trials, the need to obtain regulatory and marketing approvals for its product candidates, competitors developing new technological innovations, the need to successfully commercialize and gain market acceptance of the Companyâ€™s product candidates, its right to develop and commercialize its product candidates pursuant to the terms and conditions of the licenses granted to the Company, protection of proprietary technology, the ability to make milestone, royalty or other payments due under any license or collaboration agreements, and the need to secure and maintain adequate manufacturing arrangements with third parties. If the Company does not successfully commercialize or partner any of its product candidates, it will be unable to generate product revenue or achieve profitability. Further, the company is also subject to broad market risks and uncertainties resulting from recent events, such as bank failures or instability in the financial services sector, global pandemics, war and armed conflicts, inflation, rising interest rates, and recession risks as well as supply chain and labor shortages. Segments SegmentsThe Company has one operating segment. The Companyâ€™s chief operating decision maker, its Chief Executive Officer, manages the Companyâ€™s operations on a consolidated basis for the purposes of allocating resources. Investments InvestmentsInvestments in equity securities may be accounted for using (i) the fair value option, if elected, (ii) fair value through earnings if fair value is readily determinable or (iii) for equity investments without readily determinable fair values, the measurement alternative to measure at cost adjusted for any impairment and observable price changes, as applicable. The election to use the measurement alternative is made for each eligible investment. Cash, Cash Equivalents and Restricted Cash Cash, Cash Equivalents and Restricted CashThe Company considers all highly liquid investments with original maturities of 90 days or less at the date of purchase to be cash and cash equivalents. Cash equivalents are reported at fair value.Cash, cash equivalents, and restricted cash reported within the Condensed Consolidated Statements of Cash Flows is composed of cash and cash equivalents reported in the Condensed Consolidated Balance Sheets and $1.6 million of restricted cash for the letter of credit for the Companyâ€™s headquarters building lease which is includedÂ within otherÂ non-currentÂ assetsÂ in the Condensed Consolidated Balance Sheets. Marketable Securities Marketable SecuritiesThe Company generally invests its excess cash in money market funds and investment grade short to intermediate-term fixed income securities. Such investments are included in cash and cash equivalents, short-term marketable securities or long-term marketable securities on the Condensed Consolidated Balance Sheets, are considered available-for-sale, and are reported at fair value with net unrealized gains and losses included as a component of stockholdersâ€™ equity. The Company classifies investments in securities with remaining maturities of less than one year, or where its intent is to use the investments to fund current operations or to make them available for current operations, as short-term investments. The Company classifies investments in securities with remaining maturities of over one year as long-term investments, unless intended to fund current operations. The amortized cost of debt securities is adjusted for amortization of premiums and accretion of discounts to maturity, which is included in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss. Realized gains and losses and declines in value determined to be due to credit losses on marketable securities, if any, are included in interest and other income, net.The Company periodically evaluates the need for an allowance for credit losses. This evaluation includes consideration of several qualitative and quantitative factors, including whether it has plans to sell the security, whether it is more likely than not it will be required to sell any marketable securities before recovery of its amortized cost basis, and if the entity has the ability and intent to hold the security to maturity, and the portion of any unrealized loss that is the result of a credit loss. Factors considered in making these evaluations include quoted market prices, recent financial results and operating trends, implied values from any recent transactions or offers of investee securities, credit quality of debt instrument issuers, expected cash flows from securities, other publicly available information that may affect the value of the marketable security, duration and severity of the decline in value, and the Company's strategy and intentions for holding the marketable security. Accounts Receivable Accounts ReceivableAccounts receivable are included within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets. The accounts receivable balance represents amounts receivable from the Company's collaboration partners net of an allowance for credit losses, if required. Leases LeasesThe Company leases real estate and certain equipment for use in its operations. A determination is made as to whether an arrangement is a lease at inception. The Company recognizes finance and operating lease right-of-use (ROU) assets, and finance and operating lease liabilities based on the present value of the future minimum lease payments at the commencement date. The Company adjusts ROU assets as needed for any lease incentives it receives and for assets it purchases that are regarded as landlord-owned. When determining the present value of lease payments, the Company uses its incremental borrowing rate on the date of lease commencement, or the rate implicit in the lease, if known. The Company does not assume renewals in its determination of the lease term unless the renewals are deemed by management to be reasonably certain at lease inception.The Company recognizes amortization of the ROU assets and interest on the lease liabilities for its finance lease. Finance lease ROU assets are amortized on a straight-line basis from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. Operating lease expense is recognized on a straight-line basis over the lease term.Leases with an initial term of twelve months or less are not recorded on the balance sheet, unless they include an option to purchase the underlying asset that the Company is reasonably certain to exercise. The Company recognizes lease expenses on a straight-line basis over the lease term. The Company has leases with lease and non-lease components, which the Company has elected to account for as a single lease component. Revenue Recognition Revenue Recognition License, Option and Collaboration RevenueThe Company analyzes its collaboration arrangements to assess whether they are within the scope of ASCÂ 808,Â Collaborative ArrangementsÂ (â€œASCÂ 808â€) to determine whether such arrangements involve joint operating activities performed by parties that are both active participants in the activities and exposed to significant risks and rewards dependent on the commercial success of such activities.Â This assessment is performed throughout the life of the arrangement based on changes in the responsibilities of all parties in the arrangement.Â For collaboration arrangements within the scope of ASCÂ 808Â that contain multiple elements, the Company first determines which elements of the collaboration are deemed to be within the scope of ASCÂ 808Â and those that are more reflective of a vendor-customer relationship and, therefore, within the scope of Topic 606. For elements of collaboration arrangements that are accounted for pursuant to ASCÂ 808, an appropriate recognition method is determined and applied consistently, generally by analogy to Topic 606.Â The accounting treatment pursuant to Topic 606 is outlined below. The terms of license, option and collaboration agreements entered into typically include payment of one or more of the following: non-refundable, up-front license fees; option exercise fees; development, regulatory and commercial milestone payments; payments for manufacturing supply and research and development services and royalties on net sales of licensed products. Each of these payments results in license, collaboration and other revenue, except for revenues from royalties on net sales of licensed products, which are classified as royalty revenue. The core principle of Topic 606 is to recognize revenue when promised goods or services are transferred to customers in an amount that reflects the consideration that is expected to be received in exchange for those goods or services. The Company may also receive reimbursement or make payments to a collaboration partner to satisfy cost sharing requirements. These payments are accounted for pursuant to ASC 808 and are recorded as an offset or increase to research and development expenses, respectively.In determining the appropriate amount of revenue to be recognized as the Company fulfills its obligations under each of its agreements, the Company performs the following steps: (i)Â identification of the promised goods or services in the contract; (ii)Â determination of whether the promised goods or services are performance obligations including whether they are distinct in the context of the contract; (iii)Â measurement of the transaction price, including the constraint on variable consideration; (iv)Â allocation of the transaction price to the performance obligations based on estimated selling prices; and (v)Â recognition of revenue when (or as) the Company satisfies each performance obligation.Amounts received prior to satisfying the revenue recognition criteria are recorded as contract liabilities in the Companyâ€™s Condensed Consolidated Balance Sheets. If the related performance obligation is expected to be satisfied within the next twelve months this will be classified in current liabilities. Amounts recognized as revenue prior to the Company having an unconditional right (other than a right that is conditioned only on the passage of time) to receipt are recorded as contract assets in the Company's Condensed Consolidated Balance Sheets. If the Company expects to have an unconditional right to receive the consideration in the next twelve months, this will be classified in current assets. A net contract asset or liability is presented for each contract with a customer.At contract inception, the Company assesses the goods or services promised in a contract with a customer and identifies those distinct goods and services that represent a performance obligation. A promised good or service may not be identified as a performance obligation if it is immaterial in the context of the contract with the customer, if it is not separately identifiable from other promises in the contract (either because it is not capable of being separated or because it is not separable in the context of the contract), or if the promised good or service does not provide the customer with a material right. The Company considers the terms of the contract to determine the transaction price. The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both. Variable consideration will only be included in the transaction price when it is not considered constrained, which is when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. If it is determined that multiple performance obligations exist, the transaction price is allocated at the inception of the agreement to all identified performance obligations based on the relative standalone selling prices ("SSP").Â The relative SSP for each deliverable is estimated using external sourced evidence if it is available. If external sourced evidence is not available, the Company uses its best estimate of the SSP for the deliverable. Revenue is recognized when, or as, the Company satisfies a performance obligation by transferring a promised good or service to a customer. An asset is transferred when, or as, the customer obtains control of that asset, which for a service is considered to be as the services are received and used. The Company recognizes revenue over time by measuring the progress toward complete satisfaction of the relevant performance obligation using an appropriate input or output method based on the nature of the service promised to the customer.After contract inception, the transaction price is reassessed at every period end and updated for changes such as resolution of uncertain events. Any change in the transaction price is allocated to the performance obligations on the same basis as at contract inception, or to a single performance obligation as applicable. The Company accounts for the exercise of a material right as either a contract modification or as a continuation of the existing contract, as is most appropriate based on the facts and circumstances.Management may be required to exercise considerable judgment in estimating revenue to be recognized. Judgment is required in identifying performance obligations, estimating the transaction price, estimating the SSP of identified performance obligations, which may include forecasted revenue, development timelines, reimbursement rates for personnel costs, discount rates and probabilities of technical and regulatory success, and estimating the progress towards satisfaction of performance obligations. Comprehensive Loss Comprehensive LossComprehensive loss is composed of net loss and certain changes in stockholdersâ€™ equity that are excluded from net loss, primarily unrealized gains or losses on the Companyâ€™s marketable securities. Net Loss Per Share Net Loss Per ShareBasic net loss per share is calculated by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is the same as basic net loss per share, since the effects of potentially dilutive securities are antidilutive given the net loss for each period presented. The weighted-average common shares outstanding as of September 30, 2024 includes pre-funded warrants to purchase shares of common stock that were issued in connection with the February 2024 private placement, as discussed further in Note 7 - "Common Stock". Recently Issued Accounting Pronouncements Recently Issued Accounting PronouncementsIn November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which is intended to improve reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments in this Update are effective for all public entities for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. The guidance is to be applied retrospectively to all prior periods presented in the financial statements. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its consolidated financial statements and related disclosures.In December 2023, the FASB issued Accounting Standards Update No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires that an entity, on an annual basis, disclose additional income tax information, primarily related to the rate reconciliation and income taxes paid. The amendments in this Update are effective to be applied prospectively for annual periods beginning after December 15, 2024, with early adoption permitted. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its income tax disclosures.In November 2024, the FASB issued Accounting Standards Update No. 2024-03, Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which is intended to improve the disclosures of expenses by providing more detailed information about the types of expenses in commonly presented expense captions. The amendments in this update are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. Early adoption is permitted. The amendments can be applied either prospectively or retrospectively. The Company has not early adopted this update, and is currently evaluating the impact of this new standard on its consolidated financial statements and related disclosures. X - DefinitionOrganization and description of business, policy. + ReferencesNo definition available. + Details Name: dnli_OrganizationAndDescriptionOfBusinessPolicyPolicyTextBlock Namespace Prefix: dnli_ Data Type: dtr-types1:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesNo definition available. + Details Name: us-gaap_BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionEntity'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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(1)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-1 + Details Name: us-gaap_CashAndCashEquivalentsRestrictedCashAndCashEquivalentsPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for comprehensive income. + ReferencesNo definition available. + Details Name: us-gaap_ComprehensiveIncomePolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for credit risk. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 825 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478898/942-825-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1 + Details Name: us-gaap_ConcentrationRiskCreditRisk Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1 + Details Name: us-gaap_ConsolidationPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for computing basic and diluted earnings or loss per share for each class of common stock and participating security. Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2 + Details Name: us-gaap_EarningsPerSharePolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for investment in financial asset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(3)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(f)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(f)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(f)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 12 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-12Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 19 -Subparagraph (2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-19 + Details Name: us-gaap_InvestmentPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for leasing arrangement entered into by lessee. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-1 + Details Name: us-gaap_LesseeLeasesPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for investment classified as marketable security. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 320 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477268/942-320-50-5 + Details Name: us-gaap_MarketableSecuritiesPolicy Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. + ReferencesNo definition available. + Details Name: us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for receivable. Includes, but is not limited to, accounts receivable and financing receivable. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481569/310-20-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-2 + Details Name: us-gaap_ReceivablesPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for revenue. Includes revenue from contract with customer and from other sources. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 3: http://www.xbrl.org/2003/role/exampleRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4 + Details Name: us-gaap_RevenueRecognitionPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for segment reporting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 36 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-36Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29 + Details Name: us-gaap_SegmentReportingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8 + Details Name: us-gaap_UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Assets and Liabilities Measured at Fair Value Assets and liabilities measured at fair value at each balance sheet date are as follows (in thousands):September 30, 2024Level 1Level 2Level 3TotalAssets:Cash equivalents:Money market funds$75,600Â $â€"Â $â€"Â $75,600Â Short-term marketable securities:U.S. government treasuries703,259Â â€"Â â€"Â 703,259Â Corporate debt securitiesâ€"Â 16,386Â â€"Â 16,386Â Commercial paperâ€"Â 26,278Â â€"Â 26,278Â Long-term marketable securities:U.S. government treasuries415,891Â â€"Â â€"Â 415,891Â Corporate debt securitiesâ€"Â 29,572Â â€"Â 29,572Â Total$1,194,750Â $72,236Â $â€"Â $1,266,986Â December 31, 2023Level 1Level 2Level 3TotalAssets:Cash equivalents:Money market funds$121,034Â $â€"Â $â€"Â $121,034Â Short-term marketable securities:U.S. government treasuries869,172Â â€"Â â€"Â 869,172Â U.S. government agency securitiesâ€"Â 7,086Â â€"Â 7,086Â Commercial paperâ€"Â 31,147Â â€"Â 31,147Â Total$990,206Â $38,233Â $â€"Â $1,028,439Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets and liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date 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 (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 35 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Marketable Securities (Tables) 9 Months Ended Sep. 30, 2024 Investments, Debt and Equity Securities [Abstract] Â Summary of Available for Sale Securities The amortized cost, gross unrealized holding gains or losses, and fair value of the Companyâ€™s marketable securities by major security type at each balance sheet date are summarized in the tables below (in thousands):September 30, 2024Amortized CostUnrealized Holding GainsUnrealized Holding LossesAggregate Fair ValueShort-term marketable securities:U.S. government treasuries(1)$701,700Â $1,565Â (6)703,259Â Corporate debt securities16,279Â 107Â â€"Â 16,386Â Commercial paper26,278Â â€"Â â€"Â 26,278Â Total short-term marketable securities744,257Â 1,672Â (6)745,923Â Long-term marketable securities:U.S. government treasuries(2)412,031Â 3,861Â (1)415,891Â Corporate debt securities29,217Â 355Â â€"Â 29,572Â Total long-term marketable securities441,248Â 4,216Â (1)445,463Â Total$1,185,505Â $5,888Â (7)1,191,386Â ____(1)Unrealized holding losses on 1 security with an aggregate fair value of $59.9 million.(2)Unrealized holding losses on 1 security with an aggregate fair value of $5.0 million.December 31, 2023Amortized CostUnrealized Holding GainsUnrealized Holding LossesAggregate Fair ValueShort-term marketable securities:U.S. government treasuries$868,174Â $998Â $â€"Â $869,172Â U.S. government agency securities(1)7,089Â â€"Â (3)7,086Â Commercial paper31,147Â â€"Â â€"Â 31,147Â Total$906,410Â $998Â (3)907,405Â ____(1)Unrealized holding losses on 2 securities with an aggregate fair value of $7.1 million. X - ReferencesNo definition available. + Details Name: us-gaap_InvestmentsDebtAndEquitySecuritiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the reconciliation of available-for-sale securities from cost basis to fair value. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAvailableForSaleSecuritiesReconciliationTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 36 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration Agreements (Tables) 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Summary of Collaboration Revenue Revenue disaggregated by collaboration agreement and performance obligation is as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Takeda Collaboration Agreement:PTV:PGRN Collaboration Agreement(1)$â€"Â $â€"Â â€"Â 10,000Â Total Takeda Collaboration Revenueâ€"Â â€"Â â€"Â 10,000Â Sanofi Collaboration AgreementCNS Program License(2)â€"Â â€"Â â€"Â 25,000Â Total Sanofi Collaboration Revenueâ€"Â â€"Â â€"Â 25,000Â Biogen Collaboration AgreementATV:Abeta Program License(3)â€"Â â€"Â â€"Â 293,912Â Option Research Services(4)â€"Â 1,267Â â€"Â 1,619Â Total Biogen Collaboration Revenueâ€"Â 1,267Â â€"Â 295,531Â Total Collaboration Revenue$â€"Â $1,267Â $â€"Â $330,531Â ____(1)Revenue for the nine months ended September 30, 2023 from a specified clinical milestone in the Phase 1/2 study of DNL593 in patients with frontotemporal dementia-granulin (FTD-GRN).(2)Revenue for the nine months ended September 30, 2023 from a milestone payment triggered and received in January 2023 upon the commencement of dosing in a Phase 2 study of SAR443820/DNL788 in individuals with multiple sclerosis.(3)Revenue for the nine months ended

September 30, 2023 was associated with Biogen exercising its option to license Denaliâ€™s ATV:Abeta program which was previously concluded to be a material right, $288.9Â million of which was included in the contract liability balance at the beginning of the period and $5.0Â million of which was an option exercise fee received in April 2023.(4)Revenue for the three and nine months ended September 30, 2023 was included in the contract liability balance at the beginning of the period. Summary Of Cost Sharing Payments And Reimbursements Cost sharing payments to collaboration partners recorded as expenses in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss, and cost sharing reimbursements from collaboration partners recorded as an offset to expense in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss are as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Takeda Collaboration Agreement:PTV:PGRN cost sharing (reimbursements)$(1,211)$(1,777)$(3,549)$(5,120)ATV:TREM2 cost sharing (reimbursements)(208)(1,018)(936)(4,279)Total Takeda cost sharing (reimbursements)(1)(1,419)(2,795)(4,485)(9,399)Biogen Collaboration Agreement: LRRK2 cost sharing payments(2)4,965Â 3,378Â 14,194Â 14,504Â Net cost sharing payments (reimbursements)$3,546Â $583Â $9,709Â $5,105Â ________________________________(1)Cost sharing reimbursements of $1.4Â million and $2.7Â million were recorded as a receivable within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively. (2)Cost sharing payments due to Biogen of $5.0Â million and $3.2Â million were recorded within accounts payable on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively. X - DefinitionSummary Of Cost Sharing Payments And Reimbursements + ReferencesNo definition available. + Details Name: dnli_SummaryOfCostSharingPaymentsAndReimbursementsTableTextBlock Namespace Prefix: dnli_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of disaggregation of revenue into categories depicting how nature, amount, timing, and uncertainty of revenue and cash flows are affected by economic factor. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5 + Details Name: us-gaap_DisaggregationOfRevenueTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 37 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies (Tables) 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Summary of Supplemental Information for Lease Amounts Recognized The following tables contain a summary of other information pertaining to the Companyâ€™s leases for the periods presented (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Operating cash flows from operating lease$2,885Â $2,793Â $8,532Â $8,552Â As of September 30,20242023Weighted-average remaining lease term (in years):Operating lease4.6 years5.6 yearsFinance lease14.5 yearsâ€”Weighted-average discount rate applied (%):Operating lease9.0%9.0%Finance lease13.7%â€”% Summary of Future Minimum Lease Commitments The following table reconciles the undiscounted cash flows for the next five years and total of the remaining years to the operating and finance lease liabilities recorded in the Condensed Consolidated Balance Sheet as of September 30, 2024 (in thousands):Year Ended December 31:Operating LeaseFinance Lease2024 (three months)$2,885Â $191Â 202511,793Â 777Â 202612,182Â 794Â 202712,584Â 811Â 202813,001Â 829Â Thereafter4,381Â 9,661Â Total undiscounted lease payments56,826Â 13,063Â Less: present value adjustment(9,940)â€”Â Less: imputed interestâ€”Â (7,381)Total future minimum lease payments$46,886Â $5,682Â X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Awards (Tables) 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Summary of Stock Option Activity The following table summarizes stock option activity for the nine months ended September 30, 2024:Number of OptionsWeighted-Average ExerciseÂ PriceBalance at December 31, 202316,490,551Â $27.34Â Granted4,498,161Â 20.30Â Exercised(744,389)13.47Â Forfeited(1,663,311)31.29Â Balance at September 30, 202418,581,012Â $25.84Â Vested and expected to vest at September 30, 202417,771,141Â $26.98Â Exercisable at September 30, 202411,543,850Â $27.89Â Summary of Assumptions Used for Estimating the Fair Value of Stock Granted The estimated fair value of stock options granted to employees were calculated using the Black-Scholes option-pricing model using the following assumptions:Nine Months Ended September 30,20242023Expected term (in years)5.50 - 6.085.50 - 6.08Volatility64.5% - 66.0%67.9% - 69.6%Risk-free interest rate3.7% - 4.5%3.4% - 4.3%Dividend yieldâ€”â€” Summary of Restricted Stock Activity The following table summarizes restricted stock unit ("RSU") activity for the nine months ended September 30, 2024:Number of RSU sharesWeighted-Average Fair Value at Date of Grant per ShareUnvested at December 31, 20233,635,157Â $35.60Â Granted2,347,721Â 20.49Â Vested and released(1,261,137)37.07Â Forfeited(727,400)28.85Â Unvested and expected to vest at September 30, 20243,994,341Â $27.48Â Summary of Stock-Based Compensation Expense The Companyâ€™s results of operations include expenses relating to stock-based compensation as follows (in thousands):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Research and development$14,141Â $15,821Â $44,847Â $47,795Â General and administrative10,719Â 11,638Â 32,953Â 34,319Â Total$24,860Â $27,459Â $77,800Â $82,114Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the significant assumptions used during the year to estimate the fair value of stock options, including, but not limited to: (a) expected term of share options and similar instruments, (b) expected volatility of the entity's shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (f)(2) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of the number and weighted-average grant date fair value for restricted stock and restricted stock units that were outstanding at the beginning and end of the year, and the number of restricted stock and restricted stock units that were granted, vested, or forfeited during the year. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share (Tables) 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Schedule of Computation of Basic and Diluted Net Income (Loss) Per Share The following table sets forth the computation of basic and diluted net loss per share (in thousands, except share and per share amounts):Three Months Ended September 30,Nine Months Ended September 30,2024202320242023Numerator:Net loss$(107,192)$(99,353)$(308,020)$(25,751)Denominator:Weighted average number of:Common stock shares outstanding143,410,923Â 137,644,534Â 142,151,719Â 137,076,199Â Private placement pre-funded warrants26,046,065Â â€”Â 20,437,606Â â€”Â Total169,456,988Â 137,644,534Â 162,589,325Â 137,076,199Â Net loss per share(0.63)(0.72)(1.89)(0.19) X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Significant Accounting Policies - Narrative (Details) 9 Months Ended Sep. 30, 2024 USD ($) segment Dec. 31, 2023 USD ($) Accounting Policies [Abstract] Â Â Off-balance sheet concentrations of credit risk $ 0 $ 0 Number of operating segments | segment 1 Â Restricted cash $ 1,600,000 Â X - DefinitionConcentration Risk, Credit Risk, Financial Instruments, Off-Balance Sheet Risk, Amount + ReferencesNo definition available. + Details Name: dnli_ConcentrationRiskCreditRiskFinancialInstrumentsOffBalanceSheetRiskAmount Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfOperatingSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents restricted as to withdrawal or usage, classified as noncurrent. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 5 -SubTopic 210 -Topic 954 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477220/954-210-45-5 + Details Name: us-gaap_RestrictedCashAndCashEquivalentsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 41 R30.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements - Schedule of Assets and Liabilities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Assets: Â Â Total $ 1,266,986 $ 1,028,439 U.S. government treasuries Â Â Assets: Â Â Short-term marketable securities, fair value 703,259 869,172 Long-term marketable securities, fair value 415,891 Â Corporate debt securities Â Â Assets: Â Â Short-term marketable securities, fair value 16,386 Â Long-term marketable securities, fair value 29,572 Â Commercial paper Â Â Assets: Â Â Short-term marketable securities, fair value 26,278 31,147 U.S. government agency securities Â Â Assets: Â Â Short-term marketable securities, fair value Â 7,086 Money market funds Â Â Assets: Â Â Cash equivalents 75,600 121,034 Level 1 Â Â Assets: Â Â Total 1,194,750 990,206 Level 1 | U.S. government treasuries Â Â Assets: Â Â Short-term marketable securities, fair value 703,259 869,172 Long-term marketable securities, fair value 415,891 Â Level 1 | Corporate debt securities Â Â Assets: Â Â Short-term marketable securities, fair value 0 Â Long-term marketable securities, fair value 0 Â Level 1 | Commercial paper Â Â Assets: Â Â Short-term marketable securities, fair value 0 0 Level 1 | U.S. government agency securities Â Â Assets: Â Â Short-term marketable securities, fair value Â 0 Level 1 | Money market funds Â Â Assets: Â Â Cash equivalents 75,600 121,034 Level 2 Â Â Assets: Â Â Total 72,236 38,233 Level 2 | U.S. government treasuries Â Â Assets: Â Â Short-term marketable securities, fair value 0 0 Long-term marketable securities, fair value 0 Â Level 2 | Corporate debt securities Â Â Assets: Â Â Short-term marketable securities, fair value 16,386 Â Long-term marketable securities, fair value 29,572 Â Level 2 | Commercial paper Â Â Assets: Â Â Short-term marketable securities, fair value 26,278 31,147 Level 2 | U.S. government agency securities Â Â Assets: Â Â Short-term marketable securities, fair value Â 7,086 Level 2 | Money market funds Â Â Assets: Â Â Cash equivalents 0 0 Level 3 Â Â Assets: Â Â Total 0 0 Level 3 | U.S. government treasuries Â Â Assets: Â Â Short-term marketable securities, fair value 0 0 Long-term marketable securities, fair value 0 Â Level 3 | Corporate debt securities Â Â Assets: Â Â Short-term marketable securities, fair value 0 Â Long-term marketable securities, fair value 0 Â Level 3 | Commercial paper Â Â Assets: Â Â Short-term marketable securities, fair value 0 0 Level 3 | U.S. government agency securities Â Â Assets: Â Â Short-term marketable securities, fair value Â 0 Level 3 | Money market funds Â Â Assets: Â Â Cash equivalents $ 0 $ 0 X - DefinitionFair value portion of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_AssetsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsFairValueDisclosureAbstract

Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecuritiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value portion of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_CashAndCashEquivalentsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USTreasurySecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CorporateDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CommercialPaperMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_MoneyMarketFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Marketable Securities - Summary of Available for Sale Securities (Details) $ in Thousands Sep. 30, 2024 USD ($) security program Dec. 31, 2023 USD ($) security Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost $ 1,185,505 $ 906,410 Unrealized Holding Gains 5,888 998 Unrealized Holding Losses (7) (3) Aggregate Fair Value 1,191,386 907,405 Short-term marketable securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 744,257 Â Unrealized Holding Gains 1,672 Â Unrealized Holding Losses (6) Â Aggregate Fair Value 745,923 Â Long-term marketable securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 441,248 Â Unrealized Holding Gains 4,216 Â Unrealized Holding Losses (1) Â Aggregate Fair Value 445,463 Â U.S. government treasuries | Short-term marketable securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 701,700 868,174 Unrealized Holding Gains 1,565 998 Unrealized Holding Losses (6) 0 Aggregate Fair Value $ 703,259 869,172 Number of securities held in unrealized holding loss positions, short-term | security 1 Â Aggregate fair value, unrealized holding loss position, short-term $ 59,900 Â U.S. government treasuries | Long-term marketable securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 412,031 Â Unrealized Holding Gains 3,861 Â Unrealized Holding Losses (1) Â Aggregate Fair Value $ 415,891 Â Number of securities held in unrealized holding loss positions, long-term | program 1 Â Aggregate fair value, unrealized holding loss position, long-term $ 5,000 Â U.S. government agency securities | Short-term marketable securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost Â 7,089 Unrealized Holding Gains Â 0 Unrealized Holding Losses Â (3) Aggregate Fair Value Â $ 7,086 Number of securities held in unrealized holding loss positions, short-term | security Â 2 Aggregate fair value, unrealized holding loss position, short-term Â $ 7,100 Corporate debt securities | Short-term marketable securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 16,279 Â Unrealized Holding Gains 107 Â Unrealized Holding Losses 0 Â Aggregate Fair Value 16,386 Â Corporate debt securities | Long-term marketable securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 29,217 Â Unrealized Holding Gains 355 Â Unrealized Holding Losses 0 Â Aggregate Fair Value 29,572 Â Commercial paper | Short-term marketable securities Â Â Debt Securities, Available-for-sale [Line Items] Â Â Amortized Cost 26,278 31,147 Unrealized Holding Gains 0 0 Unrealized Holding Losses 0 0 Aggregate Fair Value $ 26,278 $ 31,147 X - DefinitionAmount, before tax, of unrealized gain in accumulated other comprehensive income (AOCI) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedGainBeforeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, before tax, of unrealized loss in accumulated other comprehensive income (AOCI) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAccumulatedGrossUnrealizedLossBeforeTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmortized cost of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleDebtSecuritiesAmortizedCostBasis Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in continuous unrealized loss position for more than 12 months, without allowance for credit loss. Includes beneficial interest in securitized financial asset. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479081/326-30-55-8Reference 2: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-7Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-5 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleContinuousUnrealizedLossPosition12MonthsOrLonger Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of investments in debt securities measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in continuous unrealized loss position for 12 months or longer, without an allowance for credit loss. Includes beneficial interest in securitized financial asset. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-4 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleContinuousUnrealizedLossPosition12MonthsOrLongerNumberOfPositions Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in continuous unrealized loss position for less than 12 months, without allowance for credit loss. Includes beneficial interest in securitized financial asset. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479081/326-30-55-8Reference 2: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-7Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-5 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleContinuousUnrealizedLossPositionLessThan12Months Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of investments in debt securities measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in continuous unrealized loss position for less than 12 months, without an allowance for credit loss. Includes beneficial interest in securitized financial asset. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-4 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleContinuousUnrealizedLossPositionLessThan12MonthsNumberOfPositions Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aaa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3 + Details Name: us-gaap_ScheduleOfAvailableForSaleSecuritiesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_BalanceSheetLocationAxis=dnli_ShortTermMarketableSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=dnli_LongTermMarketableSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USTreasurySecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CorporateDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=us-gaap_CommercialPaperNotIncludedWithCashAndCashEquivalentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Marketable Securities - Narrative (Details) - USD ($) Sep. 30, 2024 Dec. 31, 2023 Investments, Debt and Equity Securities [Abstract] Â Â Allowance for credit losses $ 0 $ 0 Effective maturity (less than) 2 years Â X - DefinitionAmount of allowance for credit loss on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aaa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-9Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-9 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleAllowanceForCreditLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPeriod between issuance and maturity of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_InvestmentsDebtAndEquitySecuritiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 44 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisition and Research and Development Funding Collaboration Agreement (Details) - USD ($) $ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended 98 Months Ended Jan. 29, 2024 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Jul. 29, 2024 Dec. 31, 2023 Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Â Â Research and development [1] Â Â $ 98,238 $ 89,737 $ 296,653 $ 316,073 Â Â Â Reduction to research and development expense Â Â 2,500 Â 4,800 Â Â Â Â Deferred research and development funding liability, current Â Â 16,269 Â 16,269 Â $ 16,269 Â $ 0 Deferred research funding and development liability, less current portion Â Â 3,944 Â 3,944 Â 3,944 Â $ 0 Collaboration And Development Funding Agreement Â Â Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Â Â Collaborative agreement, aggregate consideration amount (up to) $ 75,000 Â Â Â Â Â Â Â Â Deferred liability, upfront payment $ 12,500 Â Â Â Â Â Â $ 12,500 Â Collaborative Arrangement with F-Star and Acquisition of F-Star Gamma Â Â Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Â Â Research and development Â Â Â Â Â Â $ 49,800 Â Â Collaborative Arrangement with F-Star and Acquisition of F-Star Gamma | Contingent Payments Upon Achievement of Specialized Clinical Milestone Â Â Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Â Â Contingent consideration payment triggered Â $ 30,000 Â Â Â Â Â Â Â Contingent consideration recognized Â Â $ 0 $ 0 $ 0 Â Â Â Â [1] Includes expenses for cost sharing payments due to a related party of $3.4Â million and $14.5Â million for the three and nine months ended September 30, 2023, respectively. X - DefinitionCollaborative Agreement, Aggregate Consideration Amount + ReferencesNo definition available. + Details Name: dnli_CollaborativeAgreementAggregateConsiderationAmount Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionContingent Consideration, Amount Recognized + ReferencesNo definition available. + Details Name: dnli_ContingentConsiderationAmountRecognized Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionContingent Consideration Payment Triggered, Lump Amount + ReferencesNo definition available. + Details Name: dnli_ContingentConsiderationPaymentTriggeredLumpAmount Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDeferred Liability, Capitalized Research And Development Costs, Current + ReferencesNo definition available. + Details Name: dnli_DeferredLiabilityCapitalizedResearchAndDevelopmentCostsCurrent Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDeferred Liability, Capitalized Research And Development Costs, Noncurrent + ReferencesNo definition available. + Details Name: dnli_DeferredLiabilityCapitalizedResearchAndDevelopmentCostsNoncurrent Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDeferred Liability, Upfront Payment + ReferencesNo definition available. + Details Name: dnli_DeferredLiabilityUpfrontPayment Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionReduction To Research And Development Expense + ReferencesNo definition available. + Details Name: dnli_ReductionToResearchAndDevelopmentExpense Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_CollaborationAndDevelopmentFundingAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CapitalizedCostsOfUnprovedPropertiesExcludedFromAmortizationByPropertyOrProjectAxis=dnli_CollaborativeArrangementWithFStarAndAcquisitionOfFStarGammaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ContingentConsiderationByTypeAxis=dnli_ContingentPaymentsUponAchievementOfSpecializedClinicalMilestoneMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 45 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration Agreements - Biogen (Details) - USD ($) 1 Months Ended 3 Months Ended 9 Months Ended 50 Months Ended Apr. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Dec. 31, 2023 Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Total collaboration revenue [1] Â $ 0 $ 1,267,000 $ 0 $ 330,531,000 Â Â Biogen Collaborative Arrangement Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Total collaboration revenue Â 0 $ 1,267,000 0 $ 295,531,000 Â Â Biogen | Biogen Collaborative Arrangement | Option Fee Payment Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Total collaboration revenue $ 5,000,000 Â Â Â Â Â Â Biogen | Biogen Collaborative Arrangement | Milestone Triggered Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Total collaboration revenue Â Â Â Â Â $ 0 Â Biogen | Biogen Collaborative Arrangement | Product Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Total collaboration revenue Â Â Â Â Â 0 Â Biogen | ATV:Abeta Program License | Milestone Triggered Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Total collaboration revenue Â Â Â Â Â 0 Â Biogen | ATV:Abeta Program License | Royalty Payment Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Total collaboration revenue Â Â Â Â Â 0 Â Biogen | Collaborative Arrangement Â Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Â Remaining performance obligation Â 0 Â 0 Â 0 $ 0 Contract liability Â $ 0 Â $ 0 Â $ 0 $ 0 [1] Includes related-party collaboration revenue from customers of $1.3Â million and $295.5Â million for the three and nine months ended September 30, 2023, respectively. X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of transaction price allocated to performance obligation that has not been recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_BiogenCollaborativeArrangementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=dnli_BiogenMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_OptionFeePaymentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_MilestoneTriggeredMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_ATVAbetaProgramLicenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_RoyaltyPaymentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=us-gaap_CollaborativeArrangementMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 46 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration Agreements - Sanofi (Details) - USD ($) 3 Months Ended 9 Months Ended 72 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Dec. 31, 2023 Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Total collaboration revenue [1] $ 0 $ 1,267,000 $ 0 $ 330,531,000 Â Â Sanofi | Collaborative Arrangement Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Remaining performance obligation 0 Â 0 Â $ 0 $ 0 Contract liability $ 0 Â $ 0 Â 0 $ 0 Sanofi | Collaborative Arrangement | Milestone Triggered Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Total collaboration revenue Â Â Â Â 100,000,000.0 Â Sanofi | Collaborative Arrangement | Product Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Total collaboration revenue Â Â Â Â $ 0 Â [1] Includes related-party collaboration revenue from customers of $1.3Â million and $295.5Â million for the three and nine months ended September 30, 2023, respectively. X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems

Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap_ContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of transaction price allocated to performance obligation that has not been recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: srt_CounterpartyNameAxis=dnli_SanofiMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=us-gaap_CollaborativeArrangementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_MilestoneTriggeredMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration Agreements - Takeda (Details) 1 Months Ended 3 Months Ended 9 Months Ended 81 Months Ended Dec. 31, 2021 contract Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Total collaboration revenue [1] Â $ 0 $ 1,267,000 $ 0 $ 330,531,000 Â Takeda Collaboration Agreement Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Total collaboration revenue Â 0 $ 0 0 $ 10,000,000 Â Takeda Collaboration Agreement | Takeda Pharmaceutical Company Limited Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Remaining performance obligation Â $ 0 Â $ 0 Â $ 0 Collaborative Arrangement, PTV:PGRN and ATV:TREM2 | Takeda Pharmaceutical Company Limited Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Number of new contracts | contract 2 Â Â Â Â Â Collaborative Arrangement, PTV:PGRN and ATV:TREM2 | Takeda Pharmaceutical Company Limited | Option Fee Payment Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Total collaboration revenue Â Â Â Â Â 10,000,000 Collaborative Arrangement, PTV:PGRN and ATV:TREM2 | Takeda Pharmaceutical Company Limited | Milestone Payment Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Total collaboration revenue Â Â Â Â Â 10,000,000 Collaborative Arrangement, PTV:PGRN and ATV:TREM2 | Takeda Pharmaceutical Company Limited | Product Â Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Â Total collaboration revenue Â Â Â Â Â $ 0 [1] Includes related-party collaboration revenue from customers of $1.3Â million and $295.5Â million for the three and nine months ended September 30, 2023, respectively. X - DefinitionCollaborative Arrangement, Number Of New Contracts + ReferencesNo definition available. + Details Name: dnli_CollaborativeArrangementNumberOfNewContracts Namespace Prefix: dnli_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of transaction price allocated to performance obligation that has not been recognized as revenue. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -SubTopic 10 -Topic 606 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-13 + Details Name: us-gaap_RevenueRemainingPerformanceObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_TakedaCollaborationAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=dnli_TakedaPharmaceuticalCompanyLimitedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_CollaborativeArrangementPTVPGRNAndATVTREM2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_OptionFeePaymentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_MilestonePaymentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 48 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration Agreements - Summary of Collaboration Revenue (Details) - USD ($) $ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended Apr. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer [1] Â $ 0 $ 1,267 $ 0 $ 330,531 Takeda Collaboration Agreement Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer Â 0 0 0 10,000 Takeda Collaboration Agreement | PTV:PGRN Collaboration Agreement Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer Â 0 0 0 10,000 Sanofi Collaboration Agreement Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer Â 0 0 0 25,000 Sanofi Collaboration Agreement | CNS Program License Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer Â 0 0 0 25,000 Biogen Collaborative Arrangement Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer Â 0 1,267 0 295,531 Biogen Collaborative Arrangement | ATV:Abeta Program License Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer Â 0 0 0 293,912 Biogen Collaborative Arrangement | Option Research Services Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer Â $ 0 $ 1,267 $ 0 1,619 Biogen Collaborative Arrangement | Option Fee Payment | Biogen Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer $ 5,000 Â Â Â Â Collaborative Arrangement, ATV:Abeta | Biogen Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Contract with customer, liability, revenue recognized Â Â Â Â $ 288,900 Collaborative Arrangement, ATV:Abeta | Option Fee Payment | Biogen Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Collaborative revenue, revenue from contract with customer $ 5,000 Â Â Â Â [1] Includes related-party collaboration revenue from customers of $1.3Â million and $295.5Â million for the three and nine months ended September 30, 2023, respectively. X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of revenue recognized that was previously included in balance of obligation to transfer good or service to customer for which consideration from customer has been received or is due. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8 + Details Name: us-gaap_ContractWithCustomerLiabilityRevenueRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -

SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_TakedaCollaborationAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_PTVPGRNServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_SanofiCollaborationAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_CNSProgramLicenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_BiogenCollaborativeArrangementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_ATVAbetaProgramLicenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_OptionServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=dnli_OptionFeePaymentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=dnli_BiogenMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_CollaborativeArrangementATVAbetaMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Collaboration Agreements - Summary of Cost Sharing Payments and Reimbursements (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Net cost sharing payments (reimbursements) $ 3,546 $ 583 $ 9,709 $ 5,105 Â Accounts payable 9,594 Â 9,594 Â $ 9,483 Takeda Pharmaceutical Company Limited Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Net cost sharing payments (reimbursements) (1,419) (2,795) (4,485) (9,399) Â Takeda Pharmaceutical Company Limited | Collaborative Arrangement, PTV:PGRN Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Net cost sharing payments (reimbursements) (1,211) (1,777) (3,549) (5,120) Â Takeda Pharmaceutical Company Limited | Collaborative Arrangement, ATV:TREM2 Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Net cost sharing payments (reimbursements) (208) (1,018) (936) (4,279) Â Takeda Pharmaceutical Company Limited | Collaborative Arrangement, PTV:PGRN and ATV:TREM2 Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Receivable 1,400 Â 1,400 Â 2,700 Biogen | LRRK2 Product Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Net cost sharing payments (reimbursements) 4,965 $ 3,378 14,194 $ 14,504 Â Biogen | Biogen Collaborative Arrangement Â Â Â Â Â Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items] Â Â Â Â Â Accounts payable $ 5,000 Â $ 5,000 Â $ 3,200 X - DefinitionResearch And Development Expense, Offset From Cost Reimbursement + ReferencesNo definition available. + Details Name: dnli_ResearchAndDevelopmentExpenseOffsetFromCostReimbursement Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477802/946-310-45-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(5)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479196/954-310-45-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_AccountsReceivableNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_CounterpartyNameAxis=dnli_TakedaPharmaceuticalCompanyLimitedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_CollaborativeArrangementPTVPGRNMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_CollaborativeArrangementATVTREM2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_CollaborativeArrangementPTVPGRNAndATVTREM2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=dnli_BiogenMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_LRRK2ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=dnli_BiogenCollaborativeArrangementMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies - Narrative (Details) 3 Months Ended 9 Months Ended Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) Apr. 30, 2023 USD ($) ftÂ² Loss Contingencies [Line Items] Â Â Â Â Â Â Finance lease right-of-use asset $ 38,685,000 Â $ 38,685,000 Â $ 0 Â Operating lease cost 1,900,000 $ 1,900,000 5,800,000 $ 6,100,000 Â Â Variable lease costs 1,600,000 1,300,000 3,900,000 3,300,000 Â Â Right-of-use asset amortization for finance lease 400,000 0 431,000 0 Â Â Finance lease, interest expense 100,000 0 100,000 0 Â Â DMSA, Non-Cancellable Â Â Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Â Â Purchase commitments 23,400,000 Â 23,400,000 Â 37,600,000 Â DMSA Â Â Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Â Â Costs incurred 6,000,000.0 10,400,000 28,600,000 26,500,000 Â Â Payments for development and manufacturing services 1,900,000 $ 12,800,000 32,200,000 24,900,000 Â Â Other than DMSA Â Â Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Â Â Purchase commitments 25,600,000 Â 25,600,000 Â $ 34,800,000 Â Building | SLC Lease | Operating Lease, 9.3 Year Lease Agreement, Terminated Â Â Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Â Â Accelerated depreciation on leasehold improvements in relation to SLC Lease termination Â Â Â $ 7,900,000 Â Â Laboratory, Office, and Warehouse | New SLC Operating Lease | Operating Lease, 15 Year Lease Agreement Â Â Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Â Â Lease not yet commenced, area under lease | ftÂ² Â Â Â Â Â 59,336 Lease not yet commenced, period Â Â Â Â Â 15 years Lease not yet commenced, undiscounted lease payments Â Â Â Â Â $ 13,400,000 Landlord Owned Assets | New SLC Operating Lease | Operating Lease, 15 Year Lease Agreement Â Â Â Â Â Â Loss Contingencies [Line Items] Â Â Â Â Â Â Finance lease right-of-use asset $ 33,100,000 Â $ 33,100,000 Â Â Â X - DefinitionLessee, Operating Lease, Accelerated Depreciation Expense + ReferencesNo definition available. + Details Name: dnli_LesseeOperatingLeaseAcceleratedDepreciationExpense Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPayments for manufacturing cost. + ReferencesNo definition available. + Details Name: dnli_PaymentsForManufacturingCost Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of development cost incurred in oil- and gas-producing activities. Includes capitalized cost and cost charged to expense. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 932 -SubTopic 235 -Name Accounting Standards Codification -Section 55 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477916/932-235-55-4Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 932 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477215/932-235-50-17Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 932 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477215/932-235-50-20Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 932 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477215/932-235-50-20Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 932 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477215/932-235-50-19Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 932 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477215/932-235-50-18 + Details Name: us-gaap_CostsIncurredDevelopmentCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of interest expense on finance lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_FinanceLeaseInterestExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after accumulated amortization, of right-of-use asset from finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_FinanceLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization expense attributable to right-of-use asset from finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_FinanceLeaseRightOfUseAssetAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionTerm of lessee's operating lease not yet commenced, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeOperatingLeaseLeaseNotYetCommencedTermOfContract1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 720 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483359/720-20-50-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 27 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482395/460-10-55-27Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 460 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482425/460-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1 + Details Name: us-gaap_LossContingenciesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNet rentable area for properties owned. + ReferencesNo definition available. + Details Name: us-gaap_NetRentableArea Namespace Prefix: us-gaap_ Data Type: dtr-types:areaItemType Balance Type: na Period Type: instant X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionMinimum amount of purchase arrangement in which the entity has agreed to expend funds to procure goods or services from a supplier. + ReferencesNo definition available. + Details Name: us-gaap_PurchaseObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of unrecorded obligation to transfer funds in future for fixed or minimum amount or quantity of product and service at fixed or minimum price. Includes, but is not limited to, lease not yet commenced and take-or-pay and throughput contracts. + ReferencesReference 1:

http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_UnrecordedUnconditionalPurchaseObligationBalanceSheetAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of variable lease cost, excluded from lease liability, recognized when obligation for payment is incurred for finance and operating leases. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_VariableLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_OtherCommitmentsAxis=dnli_DMSANonCancellableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_OtherCommitmentsAxis=dnli_DMSAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_OtherCommitmentsAxis=dnli_OtherThanDMSAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_BuildingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=dnli_SLCLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LeaseContractualTermAxis=dnli_OperatingLease93YearLeaseAgreementTerminatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=dnli_LaboratoryOfficeAndWarehouseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RealEstateAndAccumulatedDepreciationDescriptionOfPropertyAxis=dnli_NewSLCOperatingLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LeaseContractualTermAxis=dnli_OperatingLease15YearLeaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=dnli_LandlordOwnedAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies - Summary of Supplemental Lease Information (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Commitments and Contingencies Disclosure [Abstract] Â Â Â Â Cash paid for amounts included in measurement of lease liabilities $ 2,885 $ 2,793 $ 8,532 $ 8,552 Operating lease, weighted-average remaining lease term (in years) 4 years 7 months 6 days 5 years 7 months 6 days 4 years 7 months 6 days 5 years 7 months 6 days Finance lease, weighted-average remaining lease term (in years) 14 years 6 months 0 years 14 years 6 months 0 years Operating lease, weighted-average discount rate applied 9.00% 9.00% 9.00% 9.00% Finance lease, weighted-average discount rate applied 13.70% 0.00% 13.70% 0.00% X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average discount rate for finance lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_FinanceLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for finance lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_FinanceLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAmount of cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its intended use. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant XML 52 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies - Summary of Company's Future Minimum Lease Commitments (Details) $ in Thousands Sep. 30, 2024 USD ($) Operating Lease Â 2024 (three months) $ 2,885 2025 11,793 2026 12,182 2027 12,584 2028 13,001 Thereafter 4,381 Total undiscounted lease payments 56,826 Less: present value adjustment (9,940) Less: imputed interest 0 Total future minimum lease payments 46,886 Finance Lease Â 2024 (three months) 191 2025 777 2026 794 2027 811 2028 829 Thereafter 9,661 Total undiscounted lease payments 13,063 Less: present value adjustment 0 Less: imputed interest (7,381) Total future minimum lease payments $ 5,682 X - DefinitionFinance Lease, Liability, Imputed Interest + ReferencesNo definition available. + Details Name: dnli_FinanceLeaseLiabilityImputedInterest Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFinance Lease, Liability, To Be Paid, After Year Four + ReferencesNo definition available. + Details Name: dnli_FinanceLeaseLiabilityToBePaidAfterYearFour Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLessee, Operating Lease, Liability, Imputed Interest + ReferencesNo definition available. + Details Name: dnli_LesseeOperatingLeaseLiabilityImputedInterest Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLessee, Operating Lease, Liability, To Be Paid, After Year Four + ReferencesNo definition available. + Details Name: dnli_LesseeOperatingLeaseLiabilityToBePaidAfterYearFour Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FinanceLeaseLiabilitiesPaymentsDueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_FinanceLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments for finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for finance lease to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for finance lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_FinanceLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_OperatingLeaseLiabilitiesPaymentsDueAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 53 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Common Stock (Details) - USD ($) $ / shares in Units, $ in Thousands 9

Months Ended Feb. 29, 2024 Feb. 27, 2024 Sep. 30, 2024 Class of Warrant or Right [Line Items] Â Â Â Stock issuance costs Â Â $ 480 Private Placement Â Â Â Class of Warrant or Right [Line Items] Â Â Â Number of common stock sold (in shares) Â 3,244,689 Â Common stock, price per share sold (usd per share) Â $ 17.07 Â Proceeds from sale of common stock $ 499,300 Â Â Stock issuance costs $ 500 Â Â Private Placement | Pre-Funded Warrant Â Â Â Class of Warrant or Right [Line Items] Â Â Â Common stock, price per share sold (usd per share) Â $ 17.06 Â Number of securities called by warrants (in shares) Â 26,046,065 Â Exercise price of warrants (usd per share) Â $ 0.01 Â X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe cash outflow for cost incurred directly with the issuance of an equity security. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfStockIssuanceCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionCash received on stock transaction after deduction of issuance costs. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockConsiderationReceivedOnTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=dnli_PreFundedWarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Awards - Summary of Stock Option Activity (Details) 9 Months Ended Sep. 30, 2024 $ / shares shares Number of Options Â Beginning balance (in shares) | shares 16,490,551 Granted (in shares) | shares 4,498,161 Exercised (in shares) | shares (744,389) Forfeited (in shares) | shares (1,663,311) Ending balance (in shares) | shares 18,581,012 Vested and expected to vest (in shares) | shares 17,771,141 Exercisable (in shares) | shares 11,543,850 Weighted-Average ExerciseÂ Price Â Beginning balance (usd per share) | $ / shares $ 27.34 Granted (usd per share) | $ / shares 20.30 Exercised (usd per share) | $ / shares 13.47 Forfeited (usd per share) | $ / shares 31.29 Ending balance (usd per share) | $ / shares 25.84 Vested and expected to vest (usd per share) | $ / shares 26.98 Exercisable (usd per share) | $ / shares $ 27.89 X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePriceRollforward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted-average exercise price, at which grantee can acquire shares reserved for issuance, for fully vested and expected to vest exercisable or convertible options. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of fully vested and expected to vest options outstanding that can be converted into shares under option plan. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted-average exercise price, at which grantee can acquire shares reserved for issuance, for fully vested and expected to vest options outstanding. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionWeighted average price at which option holders acquired shares when converting their stock options into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees could have acquired the underlying shares with respect to stock options that were terminated. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 55 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Awards - Summary of Assumptions Used for Estimating the Fair Value of Stock Options Granted (Details) - Stock Options 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Volatility, minimum 64.50% 67.90% Volatility, maximum 66.00% 69.60% Risk-free interest rate, minimum 3.70% 3.40% Risk-free interest rate, maximum 4.50% 4.30% Dividend yield 0.00% 0.00% Minimum Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Expected term (in years) 5 years 6 months 5 years 6 months Maximum Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Expected term (in years) 6 years 29 days 6 years 29 days X - DefinitionThe estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe estimated measure of the maximum percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMaximum Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe estimated measure of the minimum percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe maximum risk-free interest rate assumption that is used in valuing an option on its own shares. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMaximum Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe minimum risk-free interest rate assumption that is used in valuing an option on its own shares. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMinimum Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionExpected term of award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Awards - Summary of Restricted Stock Activity (Details) - Restricted Stock Units (RSUs) 9 Months Ended Sep. 30, 2024 $ / shares shares Number of RSU shares Â Beginning balance (in shares) | shares 3,635,157 Granted (in shares) | shares 2,347,721 Vested and released (in shares) | shares (1,261,137) Forfeited (in shares) | shares (727,400) Ending balance (in shares) | shares 3,994,341 Expected to vest (in shares) | shares 3,994,341 Weighted-Average Fair Value at Date of Grant per Share Â Beginning balance (usd per share) | $ / shares $ 35.60 Granted (usd per share) | $ / shares 20.49 Vested and released (usd per share) | $ / shares 37.07 Forfeited (usd per share) | $ / shares 28.85 Ending balance (usd per share) | $ / shares 27.48 Expected to vest (usd per share) | $ / shares $ 27.48 X - DefinitionShare-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Expected to Vest, Number + ReferencesNo definition available. + Details Name: dnli_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsExpectedToVestNumber Namespace Prefix: dnli_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionShare-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Expected to Vest, Weighted Average Grant Date Fair Value + ReferencesNo definition available. + Details Name: dnli_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsExpectedToVestWeightedAverageGrantDateFairValue Namespace Prefix: dnli_ Data Type: dtr-types1:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R46.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Awards - Summary of Stock-Based Compensation Expense (Details) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total $ 24,860 $ 27,459 $ 77,800 $ 82,114 Research and development Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total 14,141 15,821 44,847 47,795 General and administrative Â Â Â Â Share-based Compensation Arrangement by Share-based Payment Award [Line Items] Â Â Â Â Total $ 10,719 $ 11,638 $ 32,953 $ 34,319 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic

718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R47.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share - Calculation of Basic and Diluted Net Loss (Details) - USD ($) $ / shares in Units, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Numerator: Â Â Â Â Net loss $ (107,192) $ (99,353) $ (308,020) $ (25,751) Denominator: Â Â Â Â Common stock shares outstanding (in shares) 143,410,923 137,644,534 142,151,719 137,076,199 Weighted average number of shares outstanding, basic (in shares) 169,456,988 137,644,534 162,589,325 137,076,199 Weighted average number of shares outstanding, diluted (in shares) 169,456,988 137,644,534 162,589,325 137,076,199 Net loss per share, basic (usd per share) $ (0.63) $ (0.72) $ (1.89) $ (0.19) Net loss per share, diluted (usd per share) $ (0.63) $ (0.72) $ (1.89) $ (0.19) Pre-Funded Warrant Â Â Â Â Denominator: Â Â Â Â Private placement pre-funded warrants (in shares) 26,046,065 0 20,437,606 0 X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAdditional shares included in the calculation of diluted EPS as a result of the potentially dilutive effect of call options and warrants using the treasury stock method. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-22Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-23Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 26 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-26 + Details Name: us-gaap_IncrementalCommonSharesAttributableToCallOptionsAndWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetIncomeLossAvailableToCommonStockholdersDilutedAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThis element represents the weighted average total number of shares issued throughout the period including the first (beginning balance outstanding) and last (ending balance outstanding) day of the period before considering any reductions (for instance, shares held in treasury) to arrive at the weighted average number of shares outstanding. Weighted average relates to the portion of time within a reporting period that common shares have been issued and outstanding to the total time in that period. Such concept is used in determining the weighted average number of shares outstanding for purposes of calculating earnings per share (basic). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-13Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesIssuedBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingDilutedDisclosureItemsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=dnli_PreFundedWarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R48.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share - Narrative (Details) - shares shares in Millions 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Earnings Per Share [Abstract] Â Â Antidilutive securities, excluded (in shares) 22.7 20.7 X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 60 R49.htm IDEA: XBRL DOCUMENT v3.24.3 Divestiture of Preclinical Small Molecule Programs (Details) $ in Thousands 3 Months Ended 9 Months Ended Mar. 01, 2024 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) May 01, 2024 ftÂ² extension_option Disposal Groups, Including Disposal Of Long-Lived Assets [Line Items] Â Â Â Â Â Â Equity consideration received in the divestiture of small molecule programs (Note 10) Â Â Â $ 15,000 $ 0 Â Lessor, operating sublease, rentable area | ftÂ² Â Â Â Â Â 12,985 Sublease term Â Â Â Â Â 10 months Lessor, operating sublease, number of options to extend | extension_option Â Â Â Â Â 2 Sublease renewal option term Â Â Â Â Â 6 months Gain from divestiture of small molecule programs Â $ 0 $ 0 14,537 $ 0 Â Venture Backed Private Company ("VBPC") Â Â Â Â Â Â Disposal Groups, Including Disposal Of Long-Lived Assets [Line Items] Â Â Â Â Â Â Equity consideration received in the divestiture of small molecule programs (Note 10) $ 15,000 Â Â Â Â Â Noncash or part noncash divestiture, milestone payments, to be received Â $ 1,200,000 Â $ 1,200,000 Â Â Future royalties, threshold after first commercial sale Â 10 years Â 10 years Â Â Gain from divestiture of small molecule programs Â Â Â $ 14,500 Â Â X - DefinitionDisposal Groups, Including Disposal Of Long-Lived Assets + ReferencesNo definition available. + Details Name: dnli_DisposalGroupsIncludingDisposalOfLongLivedAssetsLineItems Namespace Prefix: dnli_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionLessor, Operating Sublease, Number Of Options To Extend + ReferencesNo definition available. + Details Name: dnli_LessorOperatingSubleaseNumberOfOptionsToExtend Namespace Prefix: dnli_ Data Type: xbrli:integerItemType Balance Type: na Period Type: instant X - DefinitionLessor, Operating Sublease, Rentable Area + ReferencesNo definition available. + Details Name: dnli_LessorOperatingSubleaseRentableArea Namespace Prefix: dnli_ Data Type: dtr-types:areaItemType Balance Type: na Period Type: instant X - DefinitionFuture Royalties, Threshold After First Commercial Sale + ReferencesNo definition available. + Details Name: dnli_NoncashOrPartNoncashDivestitureFutureRoyaltiesThresholdAfterFirstCommercialSale Namespace Prefix: dnli_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionNoncash Or Part Noncash Divestiture, Milestone Payments, To Be Received + ReferencesNo definition available. + Details Name: dnli_NoncashOrPartNoncashDivestitureMilestonePaymentsToBeReceived Namespace Prefix: dnli_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount before tax of gain (loss) recognized on the sale or disposal of a disposal group. Excludes discontinued operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-3Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-5 + Details Name: us-gaap_DisposalGroupNotDiscontinuedOperationGainLossOnDisposal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionTerm of lessor's operating lease renewal, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-3 + Details Name: us-gaap_LessorOperatingLeaseRenewalTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionTerm of lessor's operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-3 + Details Name: us-gaap_LessorOperatingLeaseTermOfContract Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAmount of noncash consideration received for selling an asset or business through a noncash (or part noncash) transaction. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_NoncashOrPartNoncashDivestitureAmountOfConsiderationReceived1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=dnli_VentureBackedPrivateCompanyVBPCMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 61 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx

M4$L#!!0 (!N"9ED'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " ;@F999YE@R>X K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M:L,P#(=?9?B>*'9+#;-QF+*R"#'Y%\4H*/@ !2@?S7O**?4#7:2,<7,SQ[R7X"\=C@-5!V!?FW>/X$LF2)TAS1(%"R[F?]>R:KZ@1!(4:K?F+^".(+!2AQ6I_+?_*X^H*O'+=Z6F#SV_U=&4J/*I%&5=,2G2H_5=0/1XQ$KH_@7-M7P]N0G?^U_0!ZEXI@5U0Q(!+>$=>G>W9>D?5+1$-O6@EF%.OA9K'.Z\9JV]L=YBOJ@SHVU!SM\5!R_ $]\[DV0>OA-<7Y/20Z).H1)KT&M1RBB:UF)+3J=R0D#5+I'>T_#:$"N?!T_AQ*OI]0YV!EI#WR>%%K?"#<!:_Y!06E.=2;6@+_6.ER9ZMCSMZC9I7=BJDXZ(^=9^QVM8=*/ MMBEI.[GGDCQPO;B4#U>HLQ?K!?RPS8&OFJ_[4=\9L6)_^F-%Y"!EQS$E*YD?2_IFB?V_5?\#A=\!1G'2H^ZB<A)#X0+:&8.QVDQ=/-:[
#OGDK7A.YNJQ<&4GPZ4A!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " ;@F999YE@R>X K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M:L,P#(=?9?B>*'9+#;-QF+*R"#'Y%\4H*/@ !2@?S7O**?4#7:2,<7,SQ[R7X"\=C@-5!V!?FW>/X$LF2)TAS1(%"R[F?]>R:KZ@1!(4:K?F+^".(+!2AQ6I_+?_*X^H*O'+=Z6F#SV_U=&4J/*I%&5=,2G2H_5=0/1XQ$KH_@7-M7P]N0G?^U_0!ZEXI@5U0Q(!+>$=>G>W9>D?5+1$-O6@EF%.OA9K'.Z\9JV]L=YBOJ@SHVU!SM\5!R_ $]\[DV0>OA-<7Y/20Z).H1)KT&M1RBB:UF)+3J=R0D#5+I'>T_#:$"N?!T_AQ*OI]0YV!EI#WR>%%K?"#<!:_Y!06E.=2;6@+_6.ER9ZMCSMZC9I7=BJDXZ(^=9^QVM8=*/ MMBEI.[GGDCQPO;B4#U>HLQ?K!?RPS8&OFJ_[4=\9L6)_^F-%Y"!EQS$E*YD?2_IFB?V_5?\#A=\!1G'2H^ZB<A)#X0+:&8.QVDQ=/-:[

M965T&ULK5EM]LV$/XKA%ML+>#4(JG7-C'0)B@V8"]%TVZ? M&8F.B4JB*U).LU^_HZQ(MDBQS98/B?5R/#UWNN/SD#J_D\T7M>5O52N5;7C'U2NYX#7U6FPNK]?F.W?)KKC_O/C1P
MMAJ\%*+BM1*R1@W?7"S>XM>7-#0#.HN_!+]31\?(A'(CY1=S\FMQL0@,(E[R M7!L7#'[V_)*7I?$$.+[V3A?#,\W X^,'[^^[X"&8&ZXI2S_%H7>7BS2!2KX MAK6E_BCO?N%]0)'QE\M2=?
_176\;+%#>*BVK?C @J$1]^&7?^D0<#<#AS #2 M#R _.H#V V@7Z %9%]85TVQ]WL@[U!AK\&8.NMQTHR$:49O7>*T;N"M@G%Y? MRKJ E\(+!$=*EJ)@&D[>L9+5.4?
7QK%"+S[7K"T$W'F)SM#GZROTXOE+]!R) M&GW:RE:QNE#G*PUXC-=5WC_[W>'99.;9UWSW"M%@B4A 0L?P2_P*Y[#<-P- MIZ"#5Y"%(15D2 7I_-&Y5+1-PVN-F%(0\VM7/
<'H=N!Z;C7:L=R?K& EE*\ MV?/%^J=G. [>N*)[(F5-!U3=?N&8W)4>* MYVTCM.!.O >/T1&2)(PR4R,G@&VS+$C"('(#C@; D1?PAX;OF"@0_[8S?:6Z M+$N]Y0VT\W&!N9!'%B1*2!I,@-M6)
(O)3*+C 7?LQ?U):E;^ ,38>G@:IRG- M)AAM,RB%$-/$C3(94"9>E+_)^O:1U9!82,(P"N-I-=AF@1MJ.D!-OU,(P+6- MON*P'38#MA/+U'-M0MF:CT_"E)")BAMJS"*TLR--!N09EZD?P).ID5]BTH.
MC(@:0WUG:(':8S50"/B)9[,]PU_^UK,^^WV"]J].4A>DTL0XSG.*0SD =21![M%>:>?!SSPB/US/K.0-V4%]4A=,7X[*T[G"&7D/^XD/ #8M M2,<<;HCU@\=),ARJ6:J3('QU&;PAUF. OH#(7CD0NQ
MGPP?8JE8W6Y@I0'T K/C/%J;[;(H3J=@'9P(1$1FP(Z4B/V<."1>5D9R,+,\ MZPBG T4^!D9$_B9\]3:?H]I#8OIDF036<.AUF2 M9.D&I MM/HO^*E=!3'%4_BVU5R1CQQ)_!QI]^M#?
T[[]K^$9=,FS<+I[.FPF@MK9%;B M9]9#_7^O[AU42*,(3UG(94=@_3C#_V3D3.+GS$M954*;[/8SBZQ-'_Z!\3H MQ1]2JUE_F4KRX(WZN=NM:?OW3M(
M7BY_]!;2$WD[C7JD=.*G]$M9[V&)*\PB'![0-Y\RN5BBY\&K (-:;=">E2U_M@\)@&03='U);UIBMD59O92/^@4%,(;E!UWRG>74#3/6P+=B5TA7/^ZO];M\; M-/@02AE&Z\1FJY5F?
<,_RI_S3=F:PIJ"?2:G.1TU!_%K#M-&LO8D\2FS".O% M96K>"\D&;V")::JD:;0$.GG2-"_-Q+SCW>],ND,A);$UR;JL\ SST5$C M4;]&>EL4PLS^,-F:+;PS4:.<[01,OLY=45OLD(1&
(9U*#9*U)8_463I.8=5/+?#0$>)1/T2 MZ1AUP3D\LPH$$6A3. 1PE$_1+(T@I=)QX'\-.SE.#DC2^,T-[*=V[QN R=6SRK MHP]4YNO@[ZRY%;4"[;6!D<&K!#+1'#ZX'4ZTW'7?K&ZDUK+J#K><
7QC /?'2"U5-7V M, D5=7N8]F"2"['JV)GM0+=?O^LDS: -!=KQ /ZXY_B.XDQV87KZBB!E.JVS$#@SE*JE!J_S(?E.81S,+JF$J^7<6FV3L#!P2PY+FW-S*S6>H#'4M M7R2Y+K[)IHSM#QT2Y=K(M
C@I2)\I<^5(G8 OB=/8"@ @3' L($!9&2V6% MK6MJZ&2DY(8H&XUL=E#DID"C&RL8YP;A;L,<68RE2+&AP(QP9&6G,74X.2* MN08U668WJLZ_ M*L\/]IP_AZQ-
0N^^3WO4Y/Q_T2VDX:P3D/X$KNMBC4HPQ8<"-(O02DL"BS&Z/Z<9%21->4Y MD%:N8Y*!*I_^65-*RG/ZQ3GV+V4]\=]>/W+7VU8/!.U8Z-06.J^W4%8KH;E)
MI&)_<*/%1+7::*,\]J[NEL..5GR=6C@C@?]=KO^$0J_HCW'1%+K'AKO5+=A6[2M5*R8TX;!$K-?N(XDJ MNY]R8F16-! +:; =*88)=HR@; #N+Z4TCQ/;D]0]Z.0O4$L#!!0 (!N" M9EFVV$DD: 8 .(:
8 >&PO=V]R:W-H965T&ULK5EM M MWHA$"$/MR,Z&A_X&.\WFAS8#*]SOE:W G/]0P-ZD\1+%J?K9B))#&>((Z_=DY' MS36-X?'VWONB2AZ2N>=*S&3R)8[TYF84C$@D5KQ,]$?Y\)O8)>0:?
TN9J.H_ M>=AAK1%9EDK+=&<,$:1Q5O_RQQT11P:4]1C8.P.[;>#V&+"= 6L;.#T&SL[M>>X5W)V!^]PK>#L#K^*^)JMB^I9K/KTNY ,I#!J\F8VJ7)4U$!QGIK/N= %G M8[#3TYG,
(N@3$1'84C*)(ZYAYT[##S205D2NR/M<%-PT@B(\,\@4NGACVFLK MR.]2*7+Y.>-E%(/I"_**?+Z[)9<7+\@%B3/R:2-+!6;J>J(A8'/9R7(7W*P. MSNX)CI%W,M,;1>809(38SX?
MPP'["1#5L&7OV9K9@P[O1#XFS'I);,MVD'AN MGV .L'3^W]47__GJ)V2PIG58Y8_UMDZ3\'M9=P9,F:W(2G&%5;GVX^!^S.R\ M4CE?
BIL1M)42Q5:,IC__1#WK%XSB151N:)M9U:UY/M^<6VZ"&I[_BEH_D,WBRZ",4PEOL+\^@D=> M+#?5TR2"+DUD;AXV6*<.>_IJHYU:&[E'#10&-@M:W=I%!:'/VNW:1=FAY[FL MU;-=& .V?
(;WK-\PY0_F]ZO(H&F3BB@>P?,_5MHT\1:[JV=^-U0G=,)6V@C* M9;;;2KN+\EWFMWPM$%3@!BZ>=- D'3QCELG.[8JE"0"H#:C0:N(MPB,NI9G MMY+NPIAO6ZP%6R"PT/'< $\[;-(.AVL-
[P%D5)H+DA5P7/$7I"#N1M4?T#Q'S+H(Z;ONV6 SY.4F?6@#N; -M(!!JZL[M7>J-*$ [+V4J7I),8(-QMG-X4B%W\N_"6,!\KR=] M^Y"^/9C^'_ .G4#YT41MI(J63T.
[G2H"#$/6'M5S#,>LP++;.@0#VJ[O]@@1 M>E#.=%@ZOZ*O#QYCZK+32X-#2]094+/JJ//ZFU^5F^+"UF[:+\FS6\TBF!_%,!Q7A]/2EO_=>=3O2'6Y!RW+:^6*X MP/4ZMRJ"8Q:CS&EGC0!IZ-
*^R720JG188>XG$X%'$E$;7L!$ON-Z87=<(%!X"CN@TYPV49A7VPW"CN1?X%XM MWZ-A'V$';4N'Q>V_)*SIJQ]0AFC5/LH0:!]EF-<>RE"O0Y391@Z?'CF(1'M8 M)'ZEW\C;;)F4$?!5B,0LU;
[*>:&?\)6?6DS7J\BBJ)9R+^B8D31.DFI9'[3F MA1VZ8[OO5Q)=P196+ZBM! M\C0^!+E_=:O\+B7H6U-\U*7\Z=Z?3F".4D?)\0J1,RL;*Q@#[0UMH10HDI2]N[?
=TC)6E]D)R@6Z(,MDIHS.F=F2,YD M)^0WE2!J>,YXKJ9.HG4Q=EVU2C!CJB,*S.G-6LB,:9K*C:L*B2RVH(R[@>?U MW8REN3.;V+6YGUJ7F:XUR"*K.,R9=[Y&(W=7QGO_"8;A)M%MS9I&
;7*!^ M*N:29F[C)4XSS%4J.IXAA!R M7&GC@=%CBQ%R;AP1C7]JGT[S20,\'.^]?[#:2GK&WTIP9?]A5]MZ#JQ*I456@XE!EN;5DSW7<3@ ^.$%0% #@E- M[P(@K 'ACP*Z-:!K(U-)L7%X8)K-
)E+L0!IK\F8&-I@63?+3W*1]H26]30FG M9Y'(8THBQD C)7@:,TV3A:8'95-W\!Z>%@]P>W,'-Y#F\#D1I2(W\N]J$F!HN*N: M;%21#2D=%&3(,<*?B/2<0O^X3I^= 7O4N":Z
7[Z$7!58<++#H0>N\@\(*P MC<]_AA_1"9MDAM9?]X*_ST(S#E02G"U%E3':FEO,2VPA=W_=V5?_[[8,5:"^ M!9DS93OS@_Y@XFX/99\;A:'7"_W&[$A>MY'7O=@%2*YA<415?AYD89[X*M<.K0?
E8HM^C,?OZ) MB/W25LMOY.Q(:;]1VG_#RH[Z9^'V0\\[R23LW\KL7E0V=DX51(W7TO1,"/N8K7L:H]L3?6^7+MF8*U%%E]J:&T-\N- MWPGI6N/<]@ 4L1O*0:?7+%%? W23T$\B6H.<2$!6'>-
HCG&@4Y3NJB7*YBA] M1U]4!=J6@KJT7DG6.5#6]Y.!--^\YJ!.#SO.A.4:=KK'7/WN6U-MVRKNP>U. M<=O8+DD1_3+7U=W0K#:-V+WM/T[7A^-HV+8^&D>V<7-?
W5==WR8BDT)=4.$VH^41H#>K\60N\GY@--.SO[%U!+ P04 M " ;@F99BVK+;2L* K50 & 'AL+W=OUUNFU5>9!\]I]ZNUVGUY[ML53[>C-CHZ8N/^?VR:;^8W%YOTOOL4]9\ MWGRHU*?)
661K[.BSLO"J;*[F]&/[&WB=0VZB-_R[+$^>N^TA_*E++^V'JXO M;D9NVZ-LE'4P7](ZFY:K M_^2+9GDS"D?.(KM+MZOF8_GX4[8_(*_%FY>KNOOK/.YCW9$SW]9-N=XW5CU8 MY\7N-?
UC7XBC!DR<:,#W#?BE#<2^@3 :\.!$ [EO((T&TC_1P-LW\,P,IP[: MWS?PN]KOBM55=I8VZ>UU53XZ51NMT-HW'5U=:U7@O&A'UJ>F4O_-5;OF=EH6 M"S5.LH6CWM7E*E^DC?KPJ5$O:@
UM5/>J4_E_.NR7"VRJOZ;$_^^S9L_G=>? MBW2[R%7TE3-V/G^:.:]?73FOG+QP?EV6VSHM%O7UI%%];#--YOO^O-OUAY_H MSZ]EDZZ 9S.E.\V;1GQ[?U)IUG-R-5BCJK'K+1[5__PGSW[Q#7.S"O
VM/C0^W M3'B1[T4LO)X\'/-*F3:F!$N(P#0ZQ8%.,9#.2RC<8?K'57EQLQXW]T$1+@*@H<*.P1]/J)]UDEU#<:).:BZJJW&M1KLJ M3O?NJCU]@:>[_WXL5RM'7TVKQ/ZA^DG(*4(+-
*,%B2K"$"$QCWSNP[Z&S MY'U=;]O)43M;=0VLG&Q'=*Z^*MKECK-1*R!-X!F3 MBS)G3 F6$(%I?/H'/GT"/B$.?>!ZPYA1]:EOG80B@Q<0QS5.9C%Z%$,+3@2F M%3PX%#Q "_Y;5C?
M14:M$!5X4^7S=E52MV=/14'>G)T(*/S0N1/8Q6>""]<> M/)1)8TJPA A,XS(\EC"E3)D1@ M&AO,[=6OB_+QKZQQ5DJ)@4+5M4:X)Y;P3RB QS.J&SX5YN<93#J:%$BV^Z
@2JIPZ*;TGP'!3("X6B"/P M*=LH.>EV@*DB6-2M(0*3:>T]P48;@P8E%Y$HP#6 M52P4PCH- KY X 8F.38<9TRZ3!@7&2!P[)OGW@2*BB(_$.&>4U)O#3!4>YZW
MQ/ZQ+UE_P,U_R@,W.>25N7JRG@ MA]RZYGC0"!-?FPX[H8B,D=W# 2.F936) #"PDC- >_$).@5-?._HT'&*)7O ME!1M1HH6DZ(E5&CZ(.A5/L-E/HU/AB<93+ZM]CF'3H6D:I\4+:%"TVGM!3_#
M%?_S[3)F2W8N(U.8,EO[F](?!G+-LR"I^J="TZO>ZW^&&P O]LQP_,'SR%;\ MTOT,@&4L1$3X[T? M?%>3"$VO=>\<-PG&&<?<5MC\\ + K/,I#;!%4ECTJ0)%9I.RM'> =PGP#PT
M;LMVI<^$)TP6*%7VC!0M)D5+SE=$IZ'7]AS7]L,\-&X+Y\'\\D[QC(-9H42+ M+SF A"JE3DGO(7#<0WBA@X:C#]Y4 QD(L(-&FC@F14NHT'1*>P.!XP;"QPT M#I@"H(,&!=H.&@?<]!!
P(!PV*PAPTWIL''+\?/VA3&5PYZ(9Z*$)/FD-V M>GGH#._VX-%-*O6IT'3*>JG/<:E_=N,83%-@CUM7N)$G39* P(QDQ] VS,I M0S,P!@)]*-U?3S.3MQUXKW"IJ'W]$=XY0R=TJ*-B-%BTG1$BHT?
1#T M@I[C@O[)1FGUWRWR"WFG_=)BX:B,X[O67EDXBO21(6FD]0[!P)W#FA;#S)T,DG;+,@ MDF%@[5@CS1J3HB54:#JMO?<@<._A^2:V@#84<&$N6?9A^MK&Y >$XM*<3Z0^ M
A6:7OBC7QC@;L.+?6P_\'5_A9&@NB-!($;"4.L;&%K]'!DYLW.*9YQ MZ)K_LJ0Q:=*$"DTGI; MB!"X$3',S!:VKR"M'Y%-\92#>2'=62!LE\(^@H0JITY*[W<(?,? Y7:V!%FR M[_8S*4+INCPRJ;HX=
(;W>3 /I-8$%9K.5V]-"-R:P+UJF*/(OE8+%LK(W.D& M!0:^-,FQ[04>"$*TZL& CW/Y#H!HL9,XB)^T'9/L'1X@L&_ M_[1%NIH!C LO-/4\:>*8%"VA0M-9[56_Q%7_V>V>,).V+F>BU>7F#9M]H#X)
M/%-R ' \<%O+Q9@$0."8^YXY"Z P-4D#5T0G9D$OIR7_CHZV)/T% "G:C!0M M)D5+J-#T0=!+>XE+>QJK#$\RF'S@9P-1>Q/5G&ND\IX4+:%"TVD]>M8!+N^?
M;Y5)6YQ[TC.7U]*6^18[(")"Y%L"/8W*5OX7,EW,E[C,?[%/AN,/GD>VJ)?< MX];"C31K3(J64*'IC/8>@<0]@F?99-)6RJ9M(.WG"UBL 'K;=>GQW@^N];?8 MCR![&T#B-L
0DTP"VP;L1=84SSAX&7%1TI@T:4*%II/2VP 2MP$PDTQ"O^9W M V;30+H_@10M)D5++BB)3D2O[R6N[X>99-)6[("'C*<2/!P(^&%)ID'ZG[0)+L\=(;W>? 3@T@M BHTG:_>(O!PB^ 9)ID'
MR'[0)(,";9,,B()-,B 0,,F J!,FV>3HL9'M8T3_F5;WN5)VJ^Q.-77?!&IH M5;LG<^X^-.6F>Y+DE[)IRG7W=IFE2DRT >K_=V79/'UH'TYY>#[J?\!4$L# M!!0 (!N"9ED32.MF4@(/,$ 8
>&PO=V]R:W-H965T&UL?53?3]LP$/Y7+^]M(?TDI(QQ.EP:BP+0(%S%.SMIUDEVECX1 [O M+^?SW.SMIUDFT&_&=%E=_G[RYWSC?7D'"/D: LA3IA1TP.J].VK1%=7KR:!G"I#3WCW=9I;YE^ M7R\\.FJO#5%2QX<5H6,?O\T>!O+*-
Z*$":>)\^#6P(OW[\XNTB\'M(\'[>-#[/3K MM::Y\$$UD]ZWPI3 2NOQS3_6D5U$LC#JZV)\F>;)>E=!LM.(&MPJCILGSM9@ MUY/#[C#1UUTC_POOGH-[X5;2>*9@2=#T]-
,Y9ZX;LN$"X9WKO@+4$L#!!0 (!N"9EF@@BR,_0< @B 8 M>&PO=V]R:W-H965T&ULM5IM]LX$OXKA'>Q:(&ZEDA)MK*) M@3;=XHI#=X,&O?
O,2+2MJR1J22HO]^MO2#F6$XX8%\A]221Y.)J'PYEYAM3Y MG50_]$X(0^Z;NM47LYTQW=EBH8N=:+A^+SO1PB\;J1INX%9M%[I3@I=N4%,O M:!1EBX97[6Q][IY=J?
6Y[$U=M>)*$=TW#5QP;=JNS/VP6)] MWO&MN!;F>W>EX&YQT%)6C6AU)5NBQ.9B]B$^NV2Y'> D_E6).WUT32R4&RE_ MV)LOY<4LLA:)6A3&JN#P[U9P(X.0!. M0MK7?T+&J:5&00XC,S?
2II7;]9Q%JP@R312=+VZ/(2"B-%VF\'D$_O2@WUI MT"$?RO] , TKVDA(0(5LBZH6I-T;;I_:Z*N]=X&1-42B;CQ#(.8OJ8?7TG9 MDWG*#O.4!?
WX28#2HN)#CFU+PANI3/5?]P!#/JA+CSR6Y@GU/>O+Q4F:Y).. M71X,7@8-OC:R^/';+RL:Q[_;?%Z20C90Y/0 0=S;:X%9OO0L6BY7$;(H?4'[MMF32]-7!]-6+,<.+0@EG*>39LM*%
[%W2;2')JQ_"\!M8HUH4O9K,(2O/O#E= MY2GB T22Q1B+;N0LR4;*!%74KM*E,KX1=8+KA=4T:"22JAW75*;E5O$%7U?Y= M3R8:(I8M$2R^Z!06.F*AP7Q]N>/M5NAG2=@Z1;NT5%?
\]JJG$_)>_2MEY-?2 M]G0R1C(1!TOW^DJ)CE?E8_P,,R#-3BB@B$K9:!NF!IT)AD1,AH46(AGG<30= M6B,YB,/LX"]G:VO7Y\OV)LC"BUUF?FZO+SEEZ4@3XF!U77\H]AFXXP\V]Z(6
MIOX\I5B,^W))&@=2U5BDXW"5!BM5SVML(1P%!FJ[7XR;[(G.91R@)3M/N[JZ,M]. M/XF-@!DNB0UPKHJ=F_M2W$(GW+F"M^G;TM6Z1QCOH$P L7ST3&=K"4ZB8K\R
MLSQ)$*_X@E/(QMH=OU"\3V&]J-58+ MYZOIB*)CB:?!JKG^RLW>4!=*FM<_BX7ZQ#S*8JRO1$3C=)7ER7(:R%B>Z0OE M^=@3P*D@?""M64SB[[YRR0$U'RG,
<;1"S4=%EU$@>,;:3%_NW%WXO]G'_UN+ MX;8JX>;F >Y/C"VD;%,H+>BZ\F5CX/#9=)M/QP).PXW^9\?03[#W55OVU]+V M%/3(!VB8#UPI60A1ZH'T5UKWKDN!Y0C-<
.]B[9=LEN2V/ZYK53@W3NN% >N M\\YM?(#P86 A];#S]VNRBOZ)3I]/#Y(\RIG;5]TRLLC@Z!A!O$4L+@7]JBT M \P!%3RW")6+/V/7<%*T0Z6K>XLO!YPXQHPPIP:AD'$_S(CIR#!KF&%\
M8=BA\EI-HKSF%$6![04D48R0?41TROZ12= 3F<1Q MF<&I ^0TA6JV2)[&,@ MHF$7L)%*L/ F@(50BD*Y20IZMI4"-58&&J<'DR",(-N1';JFVMPVPY$ZJ2)8K-)P.#Z[[K:G?
^PFNW*UA+W:N!8#@HFQI45NUPC#?15+#7/5SX?YPNL)&EL#!+ M^=*.,>GG0E+VPFXXVGX+4N?TY@+SF<&]AWEAD_F9"FJV03@L1G+)\Y!AK=7%S/QCX^!'R3
MN*,#&WPE*V.>O/.EG$:.)%X0*"^<9!"]/G*2-2GHAE_.HYHR&%E?*.%>^\(S!KF@BJXX_LC.'W4HBTEQYS!Z4)8#JG0
MR4*H,S@*]J>%K95H2NJ0L=JS/9XF+7LNLTY*^HN4#W!NF(_C$FLI_\3'7-127 M[HN;I4<)E]B0NG)V='>$=#TT:!=_0:[[X[_S7GQ\V*G.6' M]O.EXCO.\+D*[Q2A_^^9BDGP\HG@*!X?8V?
%IG@"2=0* M72 4AMR+%]2Q3 *+G^=M/KY*LGA[F#H^>&TUVDV8*6+.5KONX0V[P]C>=*_U M;W@W_^;J0F4+AF:'+^_C("V\U1YSC3A+>[,HXG(9@5_WK0^@ ^7QOC]HY/
M,/S,\C]02P,$% @ &X)F6=K.*ZQG'0 K%P !D !X;"]W;W)K&&ULO5QMD]LVDOXKK-FK/;M*(X_'CNV-SU>-->'?2LN=\G& MYXEWK^KJ/E D)"&UZS\$C6VL[G]8H\D\PNNGR^"$V:&WZZ:!$Y!"C;$B0^^!V;ZY=:WN"ZPZPOO=
Y# MV!K3%9W31N^/^=OV????P=AVII=&9:N,RWJLG9^+_7W+=+V;5;;=NN(HC 8=S(N+%M\LZ/LH=9W%,VD/R*4T(!HW@0_ML8OZF1X:OM12&B@XBB!$/7!<LXP'ENW[8^5@!4$C&!Q6X:8VHV2"=X\ZH.*F^/-O5NMN]HG/DE%[LZH
MOGCPXINNW)AKT[_OWGKZ]"'-MNSJ_AWRQ^J_"OUR_;'*JM^`$M%^'ZDZ%"4M*MO?-.`/<&M;?!*(R?ON4OJ&OK9"^!&*H1;#A'4&FQ@UPAO@9
MV]8U;LV2(:[GHO`U;ROCE#!KFA!(Y7PR=\5I]_:,?%RE)M]Y2.>HFV4^(SN!]_D"8%^F[0%SXC#BYOK2%CK%LXL^]=E3U[A*X
M!UV]YZM*6-P%RF9VOOC?5VZDIU?P<:JP%"Z)\7#?(#>PQ@ZO+&!>8J2UC]ZFTH'N_#WEFH'2YU4 [SWH%9HM%IC(1#FEOM9)S*UVE(W@(#%W5+M!ZGV%!JH%R7TF8JQK6GTXD3%P=+LKB<7+?1MKB&E5@(^`R6N&_`+KO=CP&1&&7S
(#[JMCJ)!UHN;PNKZJK=Z(@=NKSCJH$7M%)+M4K)J\BU\)6_R=A7"T%E#]:=HH6L6^2NQAFD%9KT7J2Q\X+"O9IJ]+HS\G6&%#25N7NSCD=>1V%HE&!UJ\Z1HHSY?V*4\P6@W&R$XT9N;=!)9
%Y3.!W>(>?CW#:W=,%8M*%DMDX:M\G2_+4?RFIV-DL7JB*KBEGZH M:<-NP!GO=A.^E3+W9["/1P*3(RLZ&M.Q_+7"D67QRGM9KKJ&A&U\[UX#U3./" MX+$-^P[P1+I"ZM,,]@/B@W_&CZ?
O%%I1W$C.MW.]CTH^X.P@1P<>#\%D5V4 M]2_D3(>'PAD"S(J2'(("+9,%NK1_'C^I)W"$7 M*,2/4=^SX:H'H!/2K"BE M8DJS2/H/*2/SW2/VW=/ML/HGMF;!A#ERWBD!W=XT*Z1B.:$B*E;4$L@C%I%XXS/
M8DHETY6UZQC36O+^,H@C$MNZJ6]@'14(*R)A@#X< MJW@B$$!'/:N!I=O^L3 M#RSO?3TRP-?9H/?!^E0+_=?PU5E!(Z-:NTB=V6Z*JS7XI1TA=0 @L^LAD$ LL&]%ZSKEGHEJD3LU8*6[$-;+/3A&DBT+WDIJV?F[]J[LW<&C7F$^Z\
M/D@"28 &N&3D@8]:GY,Z J$%$4^";$K&M:\JW_]"$[!1=3;FU\&;9]]:9CIC^ MN4/1WK!;/"6==V.Z\ TIG5+O0F %!TQ"/QA.TK!L0F2BRI$^_28+8V$QH>;.NAB9(I&H_M2QK^^4'@B,-ULD%$C0?
B#JEL7[P%#^.O1V MQZXN+*\XTF5$K1/J ;D$ -E^+_"37&):T:^#]>*[)3DE*=N5'TQ1J==AXIR+ MXI>AWHQN'PG L.04.T:D4Z[7L.(":H ;,DN:>0)@>&H*#DP>! >).T#_W$
M.S(+F!EU_0LP@SW*6P-G(YRD%M:RA5S4H(F4G(:PJNJ'S)C7+%W7=LUD#BS M2AD/L13V+>0IPQA31:\[F<@$S)]V4:/4_#&21F7]/@H5J](LVQ?O+/A [_T M$\LZ/LH@[UN5%-Z9-
UGT@NAI=.3(E/;TP;)O2B#X2Y253/!R!Z#*"6'J*Z'$ M@Q]L,J$&HL2=.#UXH S;!?]0+)ORD:WF\BDISX0<*TH8@LI3EL6UX3&Y(4I M67! 3UAA'A4#'0[/V%"39
3;CT$MBQ&KVWK"$=L/F<:,CBS7DQ%N?I)UHT60.C $?PI!,->:\LV&3.:EE&VF6'E*"%UYSMX82*Q&?; M$A/8Y1?:Z\T9S]P,![AB>(=<2G&72THV![@0>\E1P"\VR %TPJ6JR$FSK?B M0&5P,%D?
EKZ^W3H"QG-W"*L$";>U)8V!\P259T%7,*,0BJV M6#CRN=M0JB^K\C6)",P1D<^[4#T4^PO-($@Q;;6G28+,41LB M:L?VE#+###=[-#4MI[1$-P4QI@RE00::H\;6ZYL(XX\(%E-)(D4OS7CO,
M/D@"28 &N&3D@8]:GY,Z J]$%$4^";$K&M:\JW_]"$[!1=3;FU\&;9]]:9CIC^ MN4/1WK!;/"6==V.Z\ TIG5+O0F %!TQ"/QA.TK!L0F2BRI$^_28+8V$QH>;.NAB9(I&H_M2QK^^4'@B,-ULD%$C0?
B#JEL7[P%#^.O1V MQZXN+*\XTF5$K1/J ;D$ -E^+_"37&):T:^#]>*[)3DE*=N5'TQ1J==AXIR+ MXI>AWHQN'PG L.04.T:D4Z[7L.(":H ;,DN:>0)@>&H*#DP>! >).T#_W$
M.S(+F!EU_0LP@SW*6P-G(YRD%M:RA5S4H(F4G(:PJNJ'S)C7+%W7=LUD#BS M2AD/L13V+>0IPQA31:\[F<@$S)]V4:/4_#&21F7]/@H5J](LVQ?O+/A [_T M$\LZ/LH@[UN5%-Z9-
UGT@NAI=.3(E/;TP;)O2B#X2Y253/!R!Z#*"6'J*Z'$ M@Q]L,J$&HL2=.#UXH S;!?]0+)ORD:WF\BDISX0<*TH8@LI3EL6UX3&Y(4I M67! 3UAA'A4#'0[/V%"39
3;CT$MBQ&KVWK"$=L/F<:,CBS7DQ%N?I)UHT60.C $?PI!,->:\LV&3.:EE&VF6'E*"%UYSMX82*Q&?; M$A/8Y1?:Z\T9S]P,![AB>(=<2G&72THV![@0>\E1P"\VR %TPJ6JR$FSK?B M0&5P,%D?
[\<(A0:$BO$8)I_!8A,HY&VB^607I=H M(E$ ^TECTL$4D!&ZDFSPMDA40[Q$X&5KPC3?-4IQ"/D;<7!C9@?C"$G3X M]@SM7M)*0KNN\(Z$+DOKJ$7X['IJPOV;!H!'-WJ>W@\Q<1JCZ-Y4
MV]8U;L,DV+:ET7AKIW00("$L1J2[QW [$4*C-(M%7,0]- MX_=:0Z)7Z!/91G'5$[/VPAUQIQ$97C^29I(\<*T7AW;YLZ"D=>5BXNW(OF%L/ M"-$0IT))E!H6(\0B*Z>P5FZ(26Z6)E+3;@
IC(J"&)U1O,D6#FRMJ\7=*KV' M^RY3:]XO$\9E\?TTQ*L=<0;=>,>.\>OM[H$8M(IP2-<8)NZXJ@4^D74:T[>' MI#<\$'C@<[\2Y7M/>]PQE:TEA+T R&Y88$V51G.>)\%)=&95VCK0U#UV&3
MMBP'P IO#.C\<;/$XR'<45"T(@>)N+YL7F' CNSSAZN3669'HB^ M%PU^Q<^_DCRR5FSG];DA.)'<=#"+!RXT9F\&W_CCA774E= _"PY!(&-8VK MA!3BE1M\Q>*<>3?YWPC R#[3WF5F=E?
N(9KJ9VI&;^ MN&?ORQ8C!4H "_'L M9),L!362&UO08_1<]DR_]6X@A].4OF6OAA[.?K:!ZP5PLV,^@K6"IJ61K!15 ME,[<3X/BNJ&??WD<7T%[$G W]&0K.4S E/R$P*]R"+HY,:LK9Z6BO;$^^7=N
M!HCMA+O:6(X YF7 M2>+UEPL*B_>L^0W*GP>A,DDBL2(832:=C&ID#4=QSA@I]]G^Q07/1UY7#$_ MD,; ,KXD3\(4O6G+<3Q\AE/VCC7PFP_TF1W3S034/_+P^436,9&#>KA,J)N M-
Z;OQ3U4CW(]3?PEO,@*L@33@Q5G7'*WMUM+LF2SO*HR1XPP$F_1K=.4R)>L M9UG\.+KK694RE[VQQBJ2)M$@ LF@02%<)<+=?;13&N>UN6P6$B(QA$/$V"*0 MW;!$U3G^)-
OSD7<#];*#2+S:3J0<\I:GF4]N\D+FD_'G Q-H@VLW=S[R!0R5 MLE-45ZC##5EB*Z%&LU3.B-*C%3AT!(\-IQ7/$I*IO4#MD3D6XWZ MR&&K/B"D(W%2&5,(GH8S54,28]<<%T\-2[9XK4O *X-
03B&%<:0G &6SBTK1 M @R]1;&CD-"FLW+HG5JL5TQVRB+^Q-Q5X+VNSZJ<)C ,+)V^4 MHW-/SMFP2QD8;^(OW&TR*,]U.>3U'^/+/SV%_>ZDD$M?#.))WBO5CZ/"1RVY M+459?
=>U\^H\5E0/8>3N54]E2-*\6D\WH*O45@>):<3(8)?NEN&!938G$.A MDR/O8I.4EI#@(^UJ,"A>-)KN$W\#1/Z*$#%*@1")XN$LDP!%E&7T[!MWA%1! MPBWR(D"KLH7E(#T*3\9YQ)4?
3+,7_48 E<4^6A^HTV"2+IQ#SY5!>893/K2(M%%P=B#I[Q8*,5N(W9(1[\>GSR%2L"J,*S0V4FRQD*MPQS.3DO%9PB= ,5[$7 MDG&U,>./6$J29]E^4<0F[,VQG5,$'[0&@&1^VLNQ^OCKX*
4:AG9Y:1U:H@V M4[2'Z*6(I">4X!Z '?FE-(KXQ!+E82$ZS*0>AO@<]0/6/D$C,Y7_:>XXH)V9>Q,AX(H2IC)6A(MW_GQNPF0J'O&)3A;C]6B$50._+4ORX'&QII#&F)2DZ:5=I60:E;94ZD?:>30 M-
$FC:9# _, J&,99&+%@6/T@[8HZ3C7P%*4.MB[.5,("QA$BO=BQR$JCR M9@(>3'&AH=PM4GBQ72Y1EPJW(;5M3!50 M"R>0QCMWZW,0>._=3^_OZ]XML@Z4^5?
SVB1ZKU/*6W=IJ@.:E>62R+#3(5*> M30,V3EW1?+Q,",ET3>(>D,S^]#X520,;I2PH3LTIT ?4EFRO8]*2R@]J/-&G MV#"6]FV?J]!75QIXI!8F^2' MA-
2[6TZ/<,S:3N)7&2YGSB*V[_+CC*&53=X+/\"_*$ENJ=,3$E#+F5CM:VY M15):Q7,JD#$/RQ2P%ZB.GQ@4?56J@[68G]:>LP"=.#*E(<,A_[)-V$*O'C;I; M? _]0,R<2X"B'[LW+F/
1$!CQGW2PK34RFU\(1_5YRXKI[J MZPMC,R:ZXJ@ MK)OJ<\)Z"GP>FB(RK4Y6K)PI9-Y);'Z6SJ(8K&-)OKI^ M53R[%+;(*2#1N"DL9 :39)\^>OD_/G((Z_.#O&FI 7G",2 MC:?
OX*())*5R7L3XE>-B/Q/&/U:66#*FF+*!2FX*2T7IO%UCK%IX D)? ST[MQ,-M@J*Q&A.K-!SU\(K2!HP"9.CC1\7H(EJ))6E*#8B1NX7)".L>=^X%D+& M#IY] D-
)R">FQ"6/0TDCWQT2<<>V"X^U(;[8H7K3-9QOGC&&:^L)M=..!U63 M^/#8YS2E)%D;L2]W42-^LV-HT;W?2=#&/;/:+EP6I!VU\^=RJHMDCEM?X:1M M+=KXLG%$V%>OH2[5"L2-
:UKY#72I$YP SLI<<+ ^$S_M=Z0H#KT*>0:!\R2=A%?:.D1SHF5ES'NN! 7W"A8D Y4: .E5#17RL02B,Z&%O?_2K.%O5D>%VI/LE/<6U:<[6(7)!GS5E:Q](LH$ M#[EW'2+P$MFT#P?,3Q&6>_?]?
NSA=0%,T>)XYC:I+]ZEARUZ%%6BK' M?1O:,SU1*LVS)DN>ZM"W6SY=Y786$V\<3C6@GIIX2$-R$F%MO&9UHHXS0Z!4 M'$R**BHLA-A=F26K8BHE)0ZB<\NQ!:=,4@.NE$.
.D<4'?:A[:4PKL/0_W:W M(A734QQ>LL1I*[DY9S:N9=M$WX3U7O).85MZ*;AR$#MFBR>!U^= 3Y;55S4XI]O#U2C9\\3XZ.F6TVY> M0JFBY\S05G"RO/CD > MF-PAB38Z!"V?
9GTN]>BC<"MSL3XEUTJDM.]DRSS.DB9_K;:HA*KZG!KSL1\- M;48<49=7A/61+",G.;\\QNU!AZU^$ W(V)(2XZA3 M:TU.3VPWKCEKJXS98;S$R:&$'NL==]?R(#HDT .I:8>0J6Q=4D
M%\7H9UVNCF,GM4R8TU%YR\W/1^H5=V(2Q4X/M>4G5SXGO_9]/!(FAWKFUS.# M<)$/D^)U"ZF9!H4]?-B81L_@WK8I+Y@M9L*X3)$CEQ(7IS'3C1R.0IM0!9# MCIF[T>XY%7:
>NQ04]1.3[.TH'5:DU5$)AH8(7]V9^ZKE3@&VZT_OR6$Y.B8< MOVPCXJ*$W8SMVMT\N[I^-!+'QNGDKBP^9UMD/4A'MM(VFBV38WV;FJFR,X-C M/TAZ0[('R<+2B-EP*=4SA5J)>K3"=
QT"0.M]AO-SB1I((5D'@O&-Z&=#"N9 M=AU7S7W,W96GJ7L*PQEQ;+V1_B#&IKFU'U*N]9:AK*E=.SA;B@>#P#'M2[& M4(2XWZ,T\"DL9 :39)\^>OD_/G((Z_.#O&FI 7G",2 MC:?
MF6]EKW/C&O]6-YHJNHS\.0R>(G MN899XZ-!S)%%-TH+:Z)D>(IN)MV3:?*E#2X#-G-<8?56Q8"?MOSB"2<]^K]9]Q^?HP'#$J DH#"^%#@O]A!S$(MFR.M_C7V
>IJ503$MC(J5;=.PXQL(;HZ,\6]&3Y2 $%<1,#), MRV1Y59YK?3&IDBK5+,< MU4(._\D,LK/LLH%F^3,W$!+3S!8!.L@U67;;F!'Q T]_M)TUT3@]4(" MG28R).V..I+9?

```
JS1P7C*.9E56X2X[*NPWAKN^="K*U"H85YV>@03^5--P\8N M=70^-T-D1NISUVYV2,@^WA)P$C(GX/&)T$@9$\I=K&J4H2CG'3)QM5/1X<3F MS/01)R\N%NZC(J9T&J=7I[8:
ZGGD9FFG:NS>-K']C\^X3<)$AE>(2;Q5>Z/ MX]X>M#AE@C.1D#5?3<'Y.^O)% 0^^,*-HJE@J5WF>1-06DBR=4##>"RX&$\+ M2[)E/D6Q+/XCO1#&X5%S%6#?ZPG;N9U>BPB+UZ.DS?
("0;7A6E. C M.WRV2?*C*>>JE1/I23A8Z0'ZA"/4.;'PY4S#WL%7W$%UT'6- (F_SWL]LH++ MZ0[5,==/#I]X1NRBQQ$7V;G>H_98[N6-S7]S.8 31WW_2H/SRMZ2KEUO,3MN
MO*K&=70HL/$/6&G95(.D!PCF:TO6.5U[$E_0U?W?*>>J<_C[0/CD4$>3BL? M.PI#A2D ;W9&^$!*9CX801?IW,34I60@S4>9].M_9PE0B=CYU23TXR-"\ZM> M /(J\?\-]V\QX?
FY[1J3L"N5G0SE(UV]3;]MZ)]VRJCD1:F-R"[;^7F.@7&9 MRKV,6^6ITZ&IKY+&/D>A PX%%Y@DTDAU]1-;PB)YRRW-2!2R6WS&2V#D6I:GQ7EQQC>"X>HOGOALR9UG*$<5W\O4
M^64MWK5NT'8*G VB<6YDZ>/QU_'4??;F=;Q=J'CIX(O<.WMS=?WR['YUWXE)$4(RZ?7=S_NOA^A\ATK(_+8WK60-[\+KN@ M:M*,/'9,6QE%N^55>>7M[':(/(&?
840ZOM1N@6WUY$:L<@55RJ.B.'#,PL>V M;"(F-8ESJDBYP4#%"L$=N+#'J!ES*Z2$K[&O)KM-"0[ZQK:"V9PB\U>[YN"042L-E[5M1FLW+5G8^P=:Z+>D%L]
M%B)BI"6)QZ,;LF;.$:9N\./6$,0R&5T<.1(!XAXJ"T+,OXU]UA$3Y1ZMZ._@ M[&^\-@OX+^T:GW-+7-E[=I*[6N9G(Z7 _7]#1^UIN;V]2#RZQ\ MK*$3XQH[ED"@0"KI:V_3%&F(M9-
!$Q:%'DE4;S^&!G_ITI>QNE#L/DEBEXQ9D/T8(J. MA8E<2]O3Y*;%<25DQG+=T@!RJF+#]#ON'XS?L $Z8+R%_\'4$L#!!0 ( !N"9EDXM]78 M100 'H* 9 >&PO=V]R:W-
H965T>MZM7B]5;067>*O!U&7)].$2A=JO@CCH&!_XKK". M,5PO*[;#.[2?JEM-U+!'R7F)TG E0>-V%5S$B\N1D_<"GSGNS=$>G"<;I>X= M\7N^"B)G$ K,K$-
@M#S@%0KA@,B,+RUFT'_2*1[O._2WWG?R9<,,7BGQ!\]M ML0IF >2X9;6P']3^';^C!U>IH3Q_[!O9--1 %EMK"I;9;*@Y+)9V=\E=?,LO52JSUH)TUH;N-=]=ID')D9.;-TI.EG8*L$W7$#OW )
MME"U(63SZP(HDQ;+#>H^G? >'U! W*Y)NZ;P45DF6L,6<,5, ?BEYF2!LWCA M:@P/5/_ZGKZ]K0D?7L-T'$ZBB#9O7LV2.#E_M&L/[PJE[9E%7;;:;"/(!\QJ
M[;U>P*?!W0!VZ@&U=.$!JWT<7$2F41HFXWF/VJT=_TKI2FD7B1PW]@BUEXPG M83J;G))7JBQ19YQG.DTF83&>GY'LE=S_KPB@>A[-Y_)T+'?_'+B3S M<#Q-
3LDF8:\A#N/Y*)R.71JF29BDDT=9B,-D,@GGY/,U9FTMQ+X6TO^W%N(D M#]-T]$PQ=*?_J1IFDWD8'T6B6SO^J2J];3([/!72:1@=%45#/5L3%*]X-#TE MN_C/YU&81"[HZ8RBGYY$/TIFX2B=P\
<"W1'IN^K@?&>@NM+_U.=2& MRQU=9Z[SLXII>X!*\\SQC*IUAF;@07LF-4%.7*@M]9._$;C,Z173Y+^E=L!T M[H&9?Y)+E:,P(7^E%5:44M"$F%QA'8%YSZ M$1,"#-
])ON49HW!S6=6V<4%MG#DNMR$@MP5%,^>:Y@%Q -(GTUIJ5RSJ39HO:]D/BLZ9>D>=PN-VCWB*[CX7&[++]U6A NPL;;[*0D]6?RW;^6 MZ%[+ISHDR7;R!V2Z%?SN]@R>>FB&1_,
%=/.3ST&,E5+VXP&/;>*; M>#.5W3"]X]*0"UM2C0;3<0"ZF70:PJK*3Q>4.9I5 +-@X1"U$Z#SK5*V(]P' M^G%S_0]02P,$% @ &X)F66MON:C!!0 <0\ !D !X;"]W;W)K&ULS5=M;]LV$/XK![?
H$D"U)5FVK#0)D*3M6J#=BJ;I M/@S#0%MGBZLDJB1EU_OUNZ-DV4GL] 4;L'R(*?+X\)Y[X1U/5TI_AFBA2]% M7IJS7F9M=3(8F%F&A3!]56%)*W.E"V'I4R\&IM(H4K>IR >A[X\'A9!E[_S4
MS;W3YZ>JMKDL\9T&4Q>%T.M+S-7JK!?T-A/OY2*S/#$X/ZW$ J_1WE3O-'T- M.I14%E@:J4K0.#_K700GEQ'+.X&/$E=F9PS,9*K4)_YXG9[U?
T&W(N#O>H+]TW(G+5!B\4OEO,K7966_2@Q3GHL[M>[5Z MA2V?$>/-5&[*M*FQEX4:8WMX_()4ZO<*-7I?A@X#76/5AZ'L0 M^F"T -ZPXSET>,,#>*_+)1I+T62-
!\]Q:D&4*;SX7$N[WF$.OU],C=44*W_L M,T)S1K3_#,Z$?.U)&9[U*$$,ZB7VSI\\"L;^LP<81!V#Z"'T;_?4#\# 19Y3 M5'4K9KNR0HTP4Y2%*8U2$$LAB\9XZ/#>(O"U!I=?/3Z M\('4$8725OY->V;*6
\66AD#=4E77^ZF,Y6G?/*"KC[#Y^8D@$2&F>_HI^:[ M])X\FH1!_.P0M>F:%OXBL'9N#79=.1.CF&5DKER4,]KA+NQ4$!-!_FFN5*<5 M$>33'##!\:T+1VY2U88T,\XSAT6L;1R$O"(9FH7/RP%
<)C MB(+0\X!!L/(1:$LG\4:D64,G?U@GB*+ "Z,) M$*=@W)Q);*+QL-W/_@@F(V_DLT](F\F$?1,?-RM)X"S]YW?_N:-N[J=9DUU ME3S8)L=*VHSR#407?+<3[_$HZ2=4-_.
<6H"^L^6_!]WWM\CW;KK_948]ALEX MX@5Q1*,D87]M0H-7$EH)[VVGUJR_XDZ78?#9N9/9E%]@BB^%YF MM=.;4$K\L1<%?]<6 _)L[$447O]%$(6WBMS7?!WW@ZVO+PS/?6O)\\"HXFX5
M^.G0_>_*+5W7I,Q.J6&UH5)&6J? AYUJF5%Y*Y5U57-1.FDFDM.][RH%56F8 M4>&6=D->'%*?)/<4[-W#4N3 HXXB)3)4DP@T$ZDC)J8RY[1A&\C2NL!3SNZL MS &V#B032Z1"A:7CS;V&E65-
U>HV;;*'E0QDF_PD;9DSQ>FZ#R]K34IHJKU- M^70"SN(&#S419.@,IR=#K.Y^B> M:3MNGM_23L$:A3;]?0WU8.<91)?0PCWV+#F&(J=Y$76SW7ORHGE&;<6;QRAU MR0N^G'.4>55-
EZ8GFAAF]B5&S *W/%769[0&PO=V]R:W-H965T M?C4/IE4QY46'&L\GDS;B0V@[.3OC= MK3\[<54TVJI;+T)5%-*O+I1QR]/!=-"^N--9'NG%^.RDE)FZ5_'OY:W'T[C3 MDNI"V:"=%5XM3@?
GTP\7AR3/ E^U6H;>;T&>S)U[H(?K]'0P(8.444DD#1+_ M'M6E,H84P8P_&IV#;DM:V/_=:O_(OL.7N0SJTIE_Z#3FIX-W Y&JA:Q,O'/+ M3ZKQYXCT)QD()J1%+
<4GJ2AC7ZPJ[P:QFE+2;F/'E\UUL6S\^2/2@==1\BFXDX%)7V2\\.5 M>D362N0@BH^53;7-!-PW*OI^,(ZPAG>.DV?FBWGFV8*?WXK.S
M,0_B)YNJ='/]&%YTKLQ:5RYF+RJ\5^5('$R&8C:9';Z@[Z +S0'K.]BA[Z(* M>!,"7"[FVK+#0W$> DJE%[8AA^H7IQ&DKXA$Y96H 4,!^N?Y/$0/[/WKN0C5 M!AP^;P#5XX=0RD2=#E!P0?
E'-3A[]3X!?<.._<.7]+^/\W\_V?G?A:$ M6XB/^R%*+WZ6X!=Q#<$J0P$!#M,W0Q%S18DLI5T)K%5>I0(I#>;38Z;/7:(L=#T^$<4<36 M&9=I(F)"%/Y7-@O["
IJ)BYU\F#H1:"^#RZ&'T2KP>MUF+^:? C._2,QM7: MF';!34PA_QILPG2)%*R&8L/2SC6$S"!"I0MUI^F;X^#*%Q:&6B3-NJY2U>B
MMR79TLM!MT9]*Y6/&N'7E@72'@"05+SRLM3P$1U(6%5YEZI,646Q?X0XEH*5 MPX@R_EFN*-WOMM+]3?D$8K4!**5]JS(7M:00N++&X3K3)#3X4FYF%M%!W)5G
M%2^#@%W=@MA]+D$+MQ50#F/[N")]3:"??M[$$XD&4I0[ U/"$\S3QO=K 106 M\X:-=:CNP2" >A W-Y=#458^5,@4)729ZR3?B)FDTB('I#%-&@1Z.C:K2Y+M
M>&I!WYU>=;9^C,3OG.$HM0FMV@TZ0)06E:>D0RPD7L\YB.(WPV=<#L6@)ST8 MDNVD(G$V.*-3SN@"7&T3+8V 89'C&%P>[]+5"3.!#GUE:00YR8 M3O9_'8'HR4
T%:B8PYRVLVQB*Y>I**5.V02=J@8,6+EW^'[T#BW;&'K1["\S MI#:#5;5\B!1+"%?E_L*C'0X)G@D(4R?2U)VE?:(5)$ZHV=ALV.:HSN)2!DQ+
MB?,I98]^]]BU7UQ4>4Q[%)VD\L@VY4<'(0M700!O384L +][!Y/1I'-FER6( MQ(I5KRV)7F<95P)M_Y?LTE3/),"IJDK7A##)-1;?I BE"K1"ZUZH8*A"J.3 M[4CEI]^_?KB^ND=T7>9ET?
CY73\6E3$K$? R+(B"-B'TWVN5AISZ.)86K1;4#'/5HIFJV= +#96O2Q\ M,-IBNEUM>LUJ7ZSX1:*T/.CX_7-ELT6/?U4_TZ&TB*E7AHL^YMI3)?JX>I[: M=.C+0 -J!FAX1'"!+9+
<>WO4PSB@M6CVY2KL+%1K,FZ]B9RRM$K _2(S;@Y, MW'*&9X!GK- )H>[B^OIB.IN-KWZ[F1Y-"9DE_&5V8HVWTC]H\)CM>F/3VQH* M[$+[0I$#,7<
AT[$H_1:D@*HO[F[^W4V(G!UOK/776<;%1NX8"QSA\'1U*1+PIK%Z2%(H]8Y@WFYGNN( M"6]=S3A@QS8 .X%1M]-V-[15Y7%$Y&J0L>)"##Q!K=OY=K+;)K2%#"K@?
OV2ZKW#WOCB%@LZ]G[?L6[.PD:6 M1N[+_FAVOQ[(L.67MK!#<_0J,/SD=.&#.KMQ(?R7S6U(=I;M.>:E26YO^F9T ML.GUP>A]OP=P()N9WCJ[WSZG:J$HQ+M#TH:\PY%84HOO0.9>C-2%-
!AB,;/3 MS]*Z!"^8PONFC"P2!7WP9U;[N[M//Z"FDM7E_$8>C*0*#S1 D?/E5OT07&ULU5IM;]LX$OXKA+?82P"5L60[L=,V@)-NNJUMT\M])]3X<#@=:HFUB M95%%'2G7?=7W_/D-
2+$]M)NHN]O7R(96DXG/=Y.-:KM=*_F:40!?NZ2C/SNK,L MBOSL^C$2[BIJMRD>')7.D5+_!5+XY-K@>B?'*RZSSODK>^]: MG[]299'*3%QK9LK5BNO-
A4C5^G4G[%0WIG*Q+.C&\?FKG"_$C2C^GE]K?#NN MN21R)3(C5<:TF+_N3,*SBP'16X+/4JQ-ZYJ1)C.E?J,O[Y/7G1X))%(1%\2! MX^.+N!1I2HP@QG\\STZ])2UL7U? M]%X>4&]0JSZYRGFT8"
(46 M"9-9H1AG;\1<9I(RCVVS)8M_D#'26S1;L*,??QA%4>_EA^GTUZBY;^^&+Y\' M+"^U*3DHP7V]E/&2R8(M-.Y@3R\?9ZEG#*)8O4C$%Q2?W&Z)K[%:K80FQ\IO M LL-
,RN>IFRE4"K*5#"WND$8^VX,R6-A=" MVA3L2BQ4(7W:@R.(&[VTI5(L+"3,);,%4Z5FMY]9(>)EIE*UV+ \Y06UAP VB],R(2HR*U]M M4B43-A,%;XR(BF5+,GRRL;MUO-OVA%T'BJYEL6RB+^Z2"
<+3E_!<.3,RD5Q+ M88**XN/$$M7!=/'^XZ0RFC5&S0FAFMGMD.3O5K.?6TO>U2N.:+U;]_Y=P-KR M!Y6S',=J29?=0]\$:LO45$8]K*5+HDFY0,FGK.K#>B)+;%3 0?1P;T"XL".2
MG&]HI(SKNHJE\[J$FJ:$@A\16B4G65;BZ53D2B,\,T:MEH6]%]V MJ5OL,1/(831\H4ERFSE0#Y\+W$%L>RN38SE[-NSVT)C3U'8-)\Y< MB-8VE>U)\8]\X[U+A2)-56SMY&VWO2?
1DX[D*BV*39=]RM@O):2-3EQ3#+RV M[:"&?>+2YC^[D0F*F2C ]!$Q=*^8!$S,YR[2&:_#F!Q;7;/<=8O*@)!",JE$=24WHXH[8+ M6$;:TB'#)]#0]CB2Q>!SELJ%-2B:%-CJ1Q5;7S!Q E!>/0A&L
X!RV=H=3"; MVP]RJLP[ .PSJCR7[1IWP5,KR UA<.,S9;=J;^ O=S,,7!GHLHFEO_>DSJ>U M4SY5L+ZVU16AIFU^5R[,N8:XH$L(;+E",[FY9*-AK^)_7Y[@7H_(5$$1I33Y
MI@DD%$F1E3:@$!]D")1L9CH>/MG:7W?!,S>4V;@Q'!W'CH\!BQS/>BQP<<'@G MLF_( )#IW!,A E#DL&S#U)I,5@.)C367XWO3G73K73][V_IA$?XO.W,#_Q[L MT;\S30\;
[REI:OZ,+'TXBQ(FN,ZV\]?V/!@\"WN]%EP@]6C-5N81HWV)=MA> M< ?_322<$NT7#]?IS?1P>BQP9(@1-]6^'^1*DBG#*4#%M 8J=80TZQJ7V],SB [;Q9D2\/,%1 >4\M0^ M)Z[1W*_?
31W,H$Y_._WI8]0<[K3(W>R#JLY:X72XKC/-.-]R/XR"5(2T>!RK M,K/ #+@Q5P9A:@^OG7JO?<%2E\1.(\F!H]],87?$AL/3,Q'C7-0"IE"WSED>X8Y29X#F MC\$FE/>$X3Z#!4^KCT):I_
F);893SV.J3YQ"]@-8(\?\78EW J.W7E,[1J= M9(Z%:HT$L&[#@1(KS/,S1")AW_94](Z#K@@2'WAN.Y)U?7-UN ZNJ^@Q[0:_78[>JV%=U*@O>77F'PP/(Z/+JII]?U=CN*'J^EVLT M;,FUD_=#G&_6
<1E7SG**</[FZL-PW">" M"K:BF.;%+@"U& O@ODIZO/*=M@7=,8OL0$[>GO[Y@62 ]"#0NWWB'ZOZE43 M(ENBDJVI3P/&L+[,?5>V MZ[7W:>;JU2C2]LBVOYNQ9=?F_5W[/VDHTO]CM:.V:
J<@[B=T5RW6_M4R-6L MU,:C$$MH/&%S@%5W.B6-'S*A3:M%&SNER@@52AHU^6)(>_@?8VS0MXD.G-U: M/[]!E4^YT!Y%$$^"-EHLZ6=BP,$/RGC<$+>%U]N*V11^A!+DZOG^"#L3]
<+^ M#Q2RH/,OBS.V#'VT;6E"&D=H.&'HKTY/3^U5/Q@.QO9]&(11[WD+#A[F=Q3U M1L^)$\ZU^!SW3_!_$$2GX+8%61'U9@$UHF@W!,+/(3\="R&8SH< M^:EGO#-
)J+L,@O')D/6#_NF(A8,@^ _H8]@;L"M$U)YU]^U'ICK!YW#4Q_]Q M<-H;T[<@[ T?]MA6TP-7)X%G5/ZQMV_KN5%+[4T=C>=@5JPSA! M#CNN_U9?"I7;%TIP-"_4REXN!<<9C CP M?*Z P?
P7VJ!^P^C\OU!+ P04 " ;@F995B&P5*$, \(P &0 'AL M+W=ODE,ZHLZLUR7CSC M.,VU=TF3B9-V;F[N TA"$A*04 #2BO+K[]D%29&2[#JYWA>;+\!BW_?9I9YN
MK/OD5TH5XDMF/34Y"L5";P*Y5CC<+ZS)9X-8M3_W-*9GRILR< MCH;#V6DF==Z[>,K/WKJ+I[8LC,[56R=\F672;9\K8S?/>E&O?O!.+U<%/3B]
M>+J62W6MB@_KMPYWIPV55&D!A21B4%49#X=Z.NE#%$"&Q\KFCVFB-I8_NZIOZ298,N&4;5AQ'R'@YC+%[*0%T^=W0A'JT&-
+EA4W@WF=$Y&N2XJ^7L^NI/@M5H/Q'C8%Z/A:'('O7$C[YCIC;]'7O%"^\18 M7SHE_GT9^\+!:?YS3 OAD,GQ0RB0'ONU3-2S'B+%*W>C>A<__A#-AD_N$&'2
MB#"YB_JWF^Q_("=>*;B\>!,:O9041E[\FHO7<@M[1/.^*%8^&[US+<^%)13 MJ=!Y84%)('$X2:2$82+(($+CD,2ZM<4;5;((I]+Z;#/8YNX1M98B6OL?>DD MSO>)%0_IB-
XO[97,4^]17T@O%J7# H= ](G3,1\O?K,@#NYZ=\K6AT(L2Y! M+FMT"IY2L= YG2V-\ 4>A,T@VA+U;Y[<<2PN\[S$NG<*\A0".882A8B&/_US M0&JZ+)
<(8%H:W:6IEGJ,C$DSUFW[PBX6.E',]D8ZM;(E%L&=,NU5T)8TA7@E M/X&N+K#A0R%78A#LXY(5L]@]%Z)@E2JV-BJ0)?4%E8FP>Z*VM *UL[>]-58@X'%%E(
M$XK2A$"00]QS%A%^CC(<;EVVAR1XZC^#C027.?'^C:T?#)]:NKX#=\'SUY MQ/J68GK>'X]G* 9P+K*!+;[!"!L=Y7D/IPIR!=(Q:R>-03_HE$VE-F*:"JV M2L)URS74D\
KX8*LE3[3+O.4G+W,29M!G+7AO$@B]C MKSZ7V(55,@NZA5K>)(4EY9(B!^(]E +CT6&[V&RS)"@.F&"J@L>0OU@1]JJC MHY".@U%X==LZ82=(\:Z5O%'"QH5D,JPJ%#GXA.--$
QI@MQ7%I4H!8H^OPNL M'65$5F%:+R(E[K88+6-MR 7H^;LW'Y I/ #.!E[#?NU(,[:.:>@I]XJSPRX- M/)>&Z5]3:25O3#R9[]C1U2RB0Y<>"+(H4[&XT'4"1O:X\6Z1(1*.C3>MI57
MFY/V4E;2*3MZ$-IN\MT<&\<):"#) M.> 3VPY]44YI$VL^EBF2WX$?N$^9DNV M#F']N=1.-;YU>7TEYI-1'PM)PGI9K$0TY 1+&Q6BG-M H/!G(W?>[ZB)[). M*957&8BK$4%,I=^R4"U;Z\6A"X*
[9H\$TTB@DQ+80TV.)/0?LXX]!YG"=M,)PUSZ;/RI-A-(Q@1C9&R[A@06ZU,RBH M6Y.!>+.'>A+K"Q^8.HE:)90HGDP'\^8!N?:W']BGNKU6W-N8;0B2PW-FK23T
M7>>,N^<,Q._2::Y,2EGW=/'+7;^4BG'^^>,_V(I7W:*3!#2*<;TH7K*#,A/ M?VT"NBD+ 6]J!BJ^:$!1JS0%90UWI3P(,=R9:E]JDBFV@!S?XY=5<" ,$1N+ M [F^4V$A-RZL,2&#%.03[7I0-?
ND&\O%0^=ADD "KT,AX8VVG0P)I$5G3WP= MJ#5SV* MTDYE ;#TD%, 8!DX]H\>@QUBO]V$[G']&TEUQWLNW0Q!=U>[F$ZD M7XD%A 5/SF8'/!A;XG#]XAJ#2GX"9
M"(P[)]5^@GD.=>3R(PF(>Y^MID@]@+2G#9772>.)H,:C+*61T\.C^W638(/ M5&4?<[CARX/E@^"#\V3MF/#A[4)_PX)B7">(9^E E:7AD9984'E4G<4YB8=54,7
OAW0<7W@[^]OWR7V"I\K<7*JD6 M1VU]ADZ[UF*X"Z1"2(9(?-1RL>@\HA53$47L;&=G9W0_$]&H'\U'XNR<_>J, M[J?SB9A'O'X.X_2'PTC,1^4,RZ:CP86L#=;I FK?,$?[WG
MB_H(\.N*7/$C"WP*V$DNX.L.TU7X-N1(6JSK_K*J 42_!MY(GP5O:3 [G50@ MLZ-[U9GF!M^"#>L#^M2>.+8E0]P8!D>+@2M?4JM1(R_0(XP';GS5<%1J.&Q2 MP:@
)9@,U+T'=)7K=C@94!&+^4 M!#SZX>:L]KYJ'%9$X6";T31^A'<^K2D^:K.Q(Z:D18N=JM*A)".!^HY8HHSP5 MFO58J3PHM^DQF@&2O2TT*@!]XX&A,2]#C%$75('S8$*6J7V AEIIT!*$DM2!
ME"8-?$GR>P ^(5:+"@DNMPUH.$^F=N+_FWKKG=C/W!1)6CRW#!!S)#E5O15 M BR]0H )]MU[T;JBJO:2]JI M&>3\-E=#1D-H[,[YUTO%^"@77,L$$*O95XN M:/[$3=B+U]>7S2B,O?
V5S;]*&J'1UK\W"_EQ9V@6 MQ@-=%K*&A9!9$>YVJ1/R%LH'\+(/38].1W?EX[!17U2"=N03:CVT:YDDJ_XK: MTX@6?)Q%0%%J--04@S;P5"%Q?T^-A+D3C>U?PI=N1$[4.>#K5^H=&Q'?7?
M=/HC+6A.FYD M%5<$H/GC#?:X9TDTP'AO-\FO.!W]OZ4A=D:::U?E@ ZP9)#-;2 3XU09+X7 M6M.#J6_Q]">YXJWEAS$W(OH*@O-6=Q%^NB'D@'?$( ^X;FILL6 D!" M3I0BT.W#?
-1S^P;ICT+7?6U&@.,&JX@?#/NU^$+UI]T*EW;AX[54_UP.#*T MRH3YV2-V6JD:8?3/S7RUK17JPNG;1@7':*S*52OFW,O/9&MNM>))+LI*$^?U MQY=@N%T['KPZ,
1_BE6%6$%WVXRCT\&Q3^*GK5\T9,HM^7<;)!<."#]N:)XV M/PVY#+^(V"T/ORMY+=T2H!H]V0);AX.S:4^X\%N-<%/8-?\^(K9%83.^I _3 MRM$"O*>/@O4-'=#\8.;BOU!+ P04 " ;@F996)M]I1
$ @"0 &0 M 'AL+W=OA:P+-EV7%^ MU#:0M VZAV)!LZT/PQYHZ601H4B5I.+XO]]'4E(V(G+LL9;*KI+N>9R,K%Y136W8 M0VIPIM2FYH[+,UV8AM#O A.M9QD:;J8 MU%RH9+T,>
[=FO=2MDT+1K6&VK6MN]MRT?K>+WXK5DGJ"9&D MW'D$CI\^DA2>B#0^-%A)L.1WO'PN4>_";$CE@VW]%'+[Z)PU2HY3UA!)6^E
M^Z9W7ZB+Y]3CY5K:\)_MHNT4QGEKG:X[9S"HA8J__+'+PX'#>?J"0]8Y9(%W M/"BP_,0=7R^-WC'CK8'F'T*HP1ODA/)%N7,&;P7\W/JCKFLDY\[I_'XY<4#T M^Y.\\[Z.WMD+WA?
LJU:NLNRS*JAX[C\DX%.UM.YSEX%O*-FS&;IB&5I-G\% M;S:$-PMXLQ?P/O]HA=NSOZ\VUACHX]JC,4:(^7$(?RLN;<-S6B60O27S0,GZ
M[9OI(OWP"L'Y0'#^&OI/\___O=GOBMW0QK2X6RP[BRD<,5<1@UG#U9Z1R#(U%B&%A&.:XQXX Z_$ED+6+ID[\1[-AME\_EH<7[!;,612[__B127XA?+ M\AB+#;%P!W[ RV@7(3$K16E\.PL2H
D M-5IU"D,F:QX6%&\]Q'D0V-LWY]GT[(.OLK):B@*G%^CH,G"+$Y"'+.^9+T<) MO5L'I?D82J%@)K@$*#I)6W?U\T* K:AK*D0,IRL.WT@:L4(SI4&HWNAB][6H M-U(@IWX@]97N$P_=0AN]J
3P.XEZM?O@A OVE98%&1OM0ZV0B5(\(AK5UAOD M'LEX4OOW&J0&-R3$J[I^.PT82;. MDFXYZ>GS>GS&W*N^,*=)FIXK/ )0\8;X'VIM>L7_H#AHVC]+U!+ P04 " ;@F99 M]>I0\WD% R &0
'AL+W=O79>GAD/IVLA[]024<-]4[?JS%EJW9U,)JI<8L.4)SILZ68N9,_T M;>5BHCJ)K+)*33T)?3^=-
(RWSOFI/;N2YZ>BUS5O\4J"ZIN&RHOW=7DG:3+4K%&VP5%RU(G)\YT^#D(C;R5N"6XUKM MK,%X,A/BSFS^J,X$'K&L#1&;\'#&=[9-&<7?]@/[)^DZ^ MS)C"#Z+^P2N]'-
R!RJWPR^['..PHY/XS"N&H$%JAX>LE9=,L_-3*=8@C32AF85UU6J3<;PU2;G1 MDFXYZ>GS&RW*N^,+\JN"Z9K)2IU.-.&:VTDY8EP,&.$S& 5\$:U>*OC85E@] MU9^0/5NCP@>C+L(7
6^P\R#R70C],'X!+]HZ&5F\Z#F\)9,X.GG-L0I#5,I M6;M N_Y[.E-:$D'^V>?\@!WOQS9%@.\+2F45&' VE$)NEZ6A(30U:Q5+A!H(R3"O*_K#=6.*B6?$2QOX:O0 M"(4+SJ^&D5L"-
!E7BE:)FE=,T]V50&2#]Z\9LR!(I@VK8] MR5UC)Z0&:@6FGB'PC__TP#X'?W6V14Q-BS#.F%#,14T=B[<+T&Q6X]BV^+^H M1N]$]A7C!)U2/MZ2_$G/VU%H*D((#Z3A3.46U*?P-?
>'HCY^+B"'[:#8'4\ M7:&DA@@?[U&6G,)W)7F)<,$HBO3+-%QB.>%(%N[CD+IQX;M)$L!;"#,OBN$S M$=Q$*J:;W W2@"2]R-_"5G"8@;$Y<41!$79R8N<^1&YS!PTS1RHR XHC>\ ML-
A_5=W(,C=) ]L>3;!W4Z=@,8:([,*F MJ\4&*;MK)(J6K"[[V@+TRI* 0Q[1MR\*9>B)KD!Y+BCY!B'1E18[P@_\H=1 M(37#BY1WPX[=?KG/*9O2CNH(='UD+B02;5$20>?.7L,J>?
G3]:W@@SFM>%B M&GO)@3FGBP-(,Z^PN\)+#^":J[OCN42DX<_?^R M(AA0IO'OJ:Q/AA.WEA.FFHSWI&$+!CI2MQ\,^-ZN1@[OJ[C(3:/$#9*,>!;&OG\$8>[E MR8X=KZ^ER"T*JNUX;
=Q#KN<U31&JR8;6"&9RUUF9W^W.;O;C0 M"C94#;4Z^N^0FL+:1HQPSR39/'D>U'NOD/=?V"#LF362_IZD$?JZ(2^-G1\ MH2I>7S6/R(FU4NYM&&K<$4#:&:
<_]V\AB,4H+:H1Y;%)EVNJRBP8N;"<%^WP+?S8+"-)XTRB$*W2(A-E"PZ?";T*1$(2>X=.A(;IP4 MM,@R-_?-21ZZ01##ON%@LC/'-2@7?=EI5%,6U^<-(MSW=#L3380Y\%!^FZ2],
M+CBEJL8YJ?I>EC@@APEUV&C1V:EP)C3-F':YI*$>I1&@^[F@+_*X,0]L_TTX M_P]02P,$% @ &X)F62G.K0EG! HPD !D !X;"]W;W)K&ULE5;;;N,V$/V5e@;98)(#6NEJ^Q@#:09+-H@6Y@K+?
=AZ(/ MM#2VV%"B2E)Q_/<=4K+C-(G1/L2AAC.'9VX@2TI%;?*?S.<:=/UF ]64OY8#]^*>9>: FAP-Q8!$;_'O$6A;! 1./O'M,[ M'FD-3]W<']"_.=_)ES33>2O&#%Z:<>V,/"MRP5IAO'<'.9:?
F6&+F9([4%:T.S" MN>]LB1RO;5)61M%N)SNSN*>\_RJUAB4J6)5,X2PPA&MW@[S'N.DPXG,D[>'=,U;S> MGC@?):UROM5%4$3W<^Y6\'E[X9_MDJAN6X]RC1M"H'M%;?/P09>'5&;+ID6QZ
M#OT_9N3_8L"*USF"*1%N9=6P>@\[IH%37X"PFHW4W4]-3HP(:!!Q65!&$];%ID6QZ MVF#AV_+G.=0$WID0N';@7#MDS2H$0BVX:,G@+@^"T8;5A>45VK5A10LD>$-2*Y1):?' GJ^ %\+^VY M@#NX?
JVS86A!5--J2,:4[GZ";UC#3,^@<)?1SKEQ0\$PI6TUZV@=\RK$Q_9XU M?=9DE6QFKR^G1$4AOF@7H&(W6*U)V5;\67RW+M["M/N3G*SNVPH5,U)-X?Y M\R>XB,*1'TWB2JDOWCSH^(\Q\JE[],
[=.A[ZHV%T"9^QEG2Y=[N+R\FR9VMIY3L$A,R>9B-+$3Z/0GQ"M*!GY69KZPR0E>>Q'P\@?11,G M&T<9<9O 4O%'9A :0>U$=[VQY?9ITSK/^ETOS#=TPI2J6&.//#E/ZR(7S\
(ZHC%T"9^QEG2Y=[N+R\FR9VMIY3L$A,R>9B-+$3Z/0GQ"M*!GY69KZPR0E>>Q'P\@?11,G M&T<9<9O 4O%'9A :0>U$=[VQY?9ITSK/^ETOS#=TPI2J6&.//#E/ZR(7S\
,ZHC^(H< M]U.+'V9'T7=IJ%RB;*GP\R?C,M<##] M(A@-QI->$M%B:/A\8=[JDHF)?.3B$5*=B.VVSQCUYFA"%M$R'%I!Z!7XD,V( )
```

```
PK.W0%O"G4DEZ^H3J:EE#@(F.X@DFV2*4E"DFY5%7NW"=/=*#6,E1&F MC:T(G'T;OR)H/DWR*=TBDH<8X6!<%$"6.*\X]:&-60GS.PQTO'+7S1EI^.[N M9<_=F" +-
#C%4QJ/_T^X#4)#L+=LC202,B[2J]]T'7=.MH%K:6,.*D"1S/T- MQYT/Y%9AJY)!MB6$UH1,K8I0JE<>/S&(D/-MPRA=! B6EIP$",,7X[8X2 -LRB/V-@NCUJ=V.>W;
MY>"'_EBA2G1*SF"PKU\1)5J7F&2X>PRLM3U;#)-'7]RYM'8="*]APNI/W1M? M'OK2%G%P$CQQ,%MN]]/8GXSN:0M]!.];P%*K\:%]#+@2,9C0E;31NXF5TE#[
M'W$XE[5DEUSQK3#5&>.SQ+=T!*?S&'AUF*=EB-5#9X\?NX-,-NZ9(,XJW*9= M)/EXY1Q6APO[6;RGWFV/MWW< BK&4E.)H]/QVX-,V'B#CB_>M.'6NC >=^#P MR'Q(EC?@>VF,[U]8P?!OC--_
5!+ P04 " ;@F99?*5L+W\" "\!P M&0 'AL+W=O\X?C/$]GSBN.1"4D"G#0/1G M S,H2T.DC_&GXW3ZE :XO]ZQ7UOM6LL]D3#CY6^:JV+B7#HHAQ5I2G7+M]^@
MTQ,9OHR7TOZB;1L;10[*&JEXU8'U"2K*VB]Y[.JP!_!> O@=P'\."%\ !!T@ M>&V&L .$K\T0=0 K';?:;>%2HD@2"[Y%PD1K-K.PU;=H72_*S#M9*J%WJ<:I M9$&>T$:B!0C[YE@&**4R*
[EL!*!3=+=,T:>3S^@$489^%KR1A.4RQDKG-@PX MZ_),VSS^"WD"=,.9*B2:LQSR 7QZ'#'\Z@L=:4+WO(*ABZ[I0N'Z4QO&\N:9#!Q=/.2 M(#;@)!\_>.?
NUZ%*OR=9^IYD\W%'J\@3(#>7W&N=H9)T _LY"]02P,$% M @ &X)F68B4-*Y?!@ !QT !D !X;"]W;W)K&ULM5EM<]HX$/XK&CK3:6=2C 6DT";,4-J;YD/:3$BO'VYN;H0ML":VY4HR
MA']_NS+8)F=$PT$^!+]H'^VSN]I=65 IOYE(ES,"M6G@Z4YR%5BB)/=KI7'H)$VEK=&6?W:G1ER]5URV]M']R+163P@3>ZRMB"3[GYD=TIN/-*E% D/-5"ID3Q^75K
M['^8T#X*V!%_"K[2M6N"5&92/N+-37C=ZJ!&/.:!00@&/TL^X7&,2*#'KPUH MJYP3!>O76_0_+'D@,V.:3V3\4X0FNFX-6B3D-H:H"=#>'@&Z$:#/! :=/0+=C4#7$BTTL[0^ M,\-
&5TJNB,+1@(87UC96&MB(%-TX-0K>"I SHQMP2,@5>5 L%.F"C)5BZ8*# MHXR^\@S,@..\8(/VJ4"C>]"ZY%:F)M+D2QKRL$%^XI8?.N0]8%;2HUMZGZ@3 M<,JS-NEV+@CMT!
[1$5.\B=;D_Z+L*-))G+>%(5-%G#"OM0";AV_YXID,A;!FBSDDJL4U3.@G68V#VDB4B)A MD.9!KH017*,'\4DH%.0JJ<"GC MC21@$%BL(H5+L[%5%H,R)) P;(WW*V$B M(O#DAFNF)*P.3J"
(V=DU PR8%*T(=DB@.D#>#!ZM^6"MHKTL*;2@9D;H^=H* M,C YE@(H))CZH3CAV+KQW@1OV^0;V(3<22ULX8$T:V>[ UW(&/G@TRG4UQ#D M0DQ=Y9B&>"9O_+?
DECV))$_(@S00_E.;4'#\I-!^:K4'96?@,QF'Y$?I0COK M&_H6I@ ;V&G31PY*?][8F P\GWHV45'/[^/5)?']SD4?GMRO0?HG,Q!RDTCP M.80!A(3E_[T(/S+T_,M"'(#PHD]ZP_X%'5#RSXO_+-F;E' 61"2
:GM1A,M_ M'0TU;4WX4P8L"%9WE%&Q (5"M*686V>N@"UA<;R[ JL KP.BX^VJX ;#&6WV M$ D,<)G#:\5M,]4B1XN$%,X"1@P? $QH]49OJLOO7J CHLUVI1XW:!S%FO>E&*=8D<6F:(E.TA
MZL;<2]0I=B31]R71]T>[U$W6C;N7K%/L2+*#DNS J=3S[/?7+4]F7/W=1,^) M]-)NX41@.Z2')>GA.?K%X2GYGPALA[_?J38K'7>,0R5NW)6XQ9Y%2^.^Q(EP M++':+LQW:O@@3-S,S"VWK?J-
E)RBQU*B%25Z5.)UE)<#B$;EC8G(+78LT6H7 MYSLW2:.R!\2NKY&66[YLV!JYG6.#YE<[--^]_?F"'1ESLW,CE$UH([L3[>1V MV55-
D.]N6.IA^3DO>#92=,/T^Q2ZU'7CAP6WZ+$,J^;'=W34=N8N$JY&^6EM>Q4 M:+NRM MY0?D]NS(&S]7GJ-;H56W0MU=QQ&E_0#BOM+N%CN6:-7#4'?'<;"T'Y O/Z8T M[;E5<.+
(\);IA8BU23FQEQ%G*% M ^#]7$JSO<$)RK//T;]02P,$% @ &X)F65044X56'0 ?F !D !X M;"]W;W)K&ULO5U;D]LVEOXKK)ZMV7:56NYN.[9C M)ZYJ.\ZL=Y/8ZXYGMFIK'R 2DA"3!
V0W59^_9X;+I0HVIUQYL5I221P<' N MW[D ^>[6N@]^JW5??&KJUG]_LNW[[NG]^[[UT"[^LK6M4#Q_=YK[O MG%85O=34]R_/SQ_=;Y1I3YY_1]^]=<^_LT-?FU:_=84?FD:YW0M=V]OO3RY.
MPA?OS&;;XQ?WGW_7J8V^UOW[[JV#3_?C*)5I=.N-;0NGU]^?7%T\?7'Q!%^@ M)_YN]*W/_BYP*2MK/^"'U]7W)^=(D:YUV>,0"OYSHU_JNL:1@(Z/,NA)G!-? MS/\.H_](BX?
%K)37+VW]#U/UV^]/GIP4E5ZKH>[?V=O_T+*@;W"\TM:>_BUN M^=E'#TZ*1EH* Q+?]7?1)&9"\\.3_RPJ6\<$ET\T1$Y0^J5\^_<_:V M_A_GPK?NEC/V"Q[X\,O:WQ<^V[;>^>-56NAJ_?
Q_HC,1>!F)? M7,X.>*V[9?'@?%%C3Y[_]2\7C\Z?S5#[,%+[<&[TYV_<1K7F=\72W%;% M#]J7SG3TV:Z+%X.'-[R?HOOKC S?MZHVQ:];[52GA]Z4OGC=ELOB](1_.BFL
M*_JM+O[ZER>7E^?/7MJF4^V./ET\NU<87ZAB96RW5:!2)0VAZJ+DQQ:%:4OK M.NM4KROX !/6ZE8YO8!!55]4QI?V1CM/5%;Z!JQ*YW'"1$]O42LU/-WJP=E* M;W0+/Z/RX_L:5)A?KW?>>MO
]*!E#DQ0_'F)*RR$=J1Y"_;NXZ!:$\S S&H?6I4MB.\C^T:J@,%OJ>H>_ZTXV'&7G?4N$7.,\ M1/I5HQW(27$J4O5^>;TL_G9U]3;*%; =WH;M,4U&J6G9;06QQL%-"^H]D$L@ M64';7ERG-/IR?6K
MER?WBG=Z,]0\V_79_WR>)A(SK_\@[Y&:UB*'_-8.=07[4*!?1B["V[\-+?L] MV@)<23;)%P^-FJ6!2_!.#RX^[=%5VP[PTCL-RMH7,$W@XW_1NO&1G5:NT&CZ M08U+W:RT*QYC(Q,"*
M#L:T)'\M^0]V;K:^L'A-NPZM).@*Z ^]5"E?1 C]>_^ MR\E+2IO$#>BTC>E[I.PKV09 5PB]"B"[4-5O &7X>S3DBT"^[4PK3J91+=A@ M? :$PVFPWB6X'!0$Y*(JULJX-'Y03^ .X"\?/@9]8X;
[HF.CA\NZ CK\4&Y' MQ.!$N%<@[@[X]@4-M=[CH5O7 ^D)_0ML4-]( 4TJ>3E6V(YO6 O3,3!R0V%;* M51X6B5( 7@VWM=# U[=;"QIW9F_1["'K3&5@*Q >H"P1!T5+ M(#
@\\*F$^!CZY6XF*1MNC8 X .R*?,U+=&.31*1S[N0#6;#CKH.LJK;<@>3 M>)ZCTD!40X8:K#9X!'*5%2Q$.: ;\+CN4:442*,8^MJHE:G9PP$?;48CR U$ M-6V:!^72 2L5FB6PB+W(SQD8-
505=HV(WH#8UK9GS3\U(3G=@RFW!O$:X4:9 MZ8#I7SH4[ T!OS'IM!OCA6_ 5 OUUB. 9/U#?2<_$8>5[TR!+IC3X;B.06V&4J$)<<41%43?0*9I^Q^@@XCW@ZL?! M. 8F45=
TAOU01>EN%0=YEP4OPW5)F$:$,*AZ03Z83RAUFMT4>Q($%*@6#31 M*AP16HH]HG?&!Q$>@2S0WA]YAV?!#0WVY@YVB^#2K49/ZH]2BZZ@1=FL!O)@ MZ3E"WFSH(X%'*
<_)0F.U<&R(D/.:06=F%& MAD?X*TCNGRWM3Z*T/YF559B_A F38+X$^V#ZXIWQ'VC:-Z2Q^)')>-^*K.'> M3NG&GSE?\6,63& PDW!5T0%RA(<(*H+K^"U(=Z8J/LOXE#DAQ.^2*7%("8HE
MV%H,VAK&(/B \ML%_5N@+MZH6@04R(2G/H"Y7T$ Y6/8M"RNP8/GWD>%0?:'YXL:@6R[$V?8DP2?#(0ZQ%'3#]D.IYP):(OHV]TA'U; ML]F&%4-X#ZJZ0VI1U'DN<=](TJVI:]'S02,?
$1FBNNI*PEB8FOP*NOE^+X> M^=&>? @.2LL+H3%-/]+[T1K(;E% #5I< Y@D50004/$RXBY;3 \:!+'9'HZH MB'PV+3"!$# (3&W OS'-V0\4&P>#"N$' [&TJP7$O@,"VAV'[&BA-YB::=D#
M"GP!SI/O'1FPT?J(#6G>LXU3@,_"$A3:+F9"5ZN2'6\/SE\$MD7[D\?G(XDF MZH!V)@<)=@>I';":UC-@@L(L];D@/&9X$+X-="$&-B0T?,@CP!9\4=&2R784(1\9V!) *<=
M2R&2J#'(AUU8%*NAIT"*Y)MVF=?2:MYRNR(!!Y$#_0?7K"J@E\$UJAB- ?+A M#6X"1*!UA_=]2*B&H+;7Y;:UM=T0":9M833:VC$=8) P2L7 .G3+F"*1&(95EA*\ I_ -W* $YFU8^XP]$O@%.09I
+"H47A[$[5 M\!,F74BX.[5CFUL-&-B"0Z%P7:@A,<((;F7%K*F-TQ$82EXS[@9:"BVBP$XG MB3?XPF$-01(#1.43J=7S#H04>:%Q5;M%[XT]KTPM_(58;'#)Q(9@ZVA<0?)L;
MF96S*JB'6!EDTC""5@=A'1HT]@)>7"^&VJK]$*R!+RC-ZP-!P7-D,%Z[&X.N M"[8&U&Q1;&H+AA/X!#O=F!(&OE6.';UK.!Q8P][W9,K6G%%>(,GD6$(DF<6^ MCM)$5"?E=25?
ZX>NPTW:DAQ@4()BA"ECAX9T%CY_&^'SM[-P]EISC#4%A+_L MS9%OP&0&Z$EA&?IC2HT?FP8S*!7K[.%*EX9X@6KGV'J\I&=>?0+=H 3:FS4 M8/R1P:&?-$4VA1ZH<^,H;45EE9C?'1RB"
X:Z]J63 KLDQU<.<_EB_-4JCV? MY=;KA,XFB[%?_':1_XT!,Z 3D-P,9#1JAXHI*%O2BP,)X*FYQP*.^5AP+ZB< M'8NH@2"TIG3D AZ#Y[)G^JVS \!MK5Q+F X>SGXVGHH7&&2$'!;9!)@61C)<
MX1$ZI<4@]P$"TX+!YF'><$/X M(ZU[5IZRTO_%?!A*^!3_+5[MX=-W@K(11\+OD^+VM08?*3_%G!55>,& 88!6 MHR.$$:J#?0?A ,X@5LN" -# ;\^+2NW(,-=8M=[+O8"RPEYY+1G2HT'GDJG;
M#T-3ZJ7/!(P?/A88N[1B>B".@%^N<4D:6Z\*1R_(%Q1GJ0JN,L M]9PXP)R#E_P!HFIPD[L :20ET.9Z4G T3=X>Q9W T , QPZPS\!IGPBR6"83 =J)HW ,YPQ#.0 MQ#,/="T$7QW37S8HF(L?6O E-
27N#[+^2.;UH.W(92$-;X%,O062_4%9W$H M-6!\[F[V4CLH+2F*S9".BQ$+O-4D3I).'[Y [B[;[VR:K[UNS"[%)>.T282R M$1>P@<0AXD+%0=&1U4JMN\$4^>\$O#WM9:57_3C7M0<'^ V5XD#
\4,3DW5. MAU^H86D0GLMR($ \M'7_ZAH1..%C0LZM59AZH+T2_3BH+%:A&B'P6S(/)+,Y@3@>)OWX7=PDH<5' M\Q%WU6NL#M:2&69PAD1^Q&Q"^ *C:>ORI!,J(B^CIU"F
TOE.3('1(.T"EM( M#N*C"/NLPQ3$!UWO6+\QUL["9"E^57$PSBQ/6<^5QOHG90=A$3$.WQ-U"F+8 M,AH.];%XT',(EBPJ[@4GYTTH9V'8 MS7G6;+\@N&?VYK:=LDD?
I,"%E:JXEZF\_W&PJ!3B&0F?PSHEFI]HMT#1BP%D M#U:"NC<: /$P"@<0G!# A<@PHX(SIG*P.$;:Q]9(C^5_7&:(5B95<$+F=Y%Z M.AAD$=JCV?/Q)',TK"#0P*I*M--Y0Y$40'9YH5-"-
M[O0^G!=I4AY)FP\H=: M(!03BF;+$ U#VN_4BH0-M+W>Y')#7$)U# GR([//XK34UWLQVX@;&GL]6+E2 M&XK2)E':G49M#\7>+7$?FK/V:0B9>)B66YY\ M+
UG3\6>MK17X\RBY.X\>1Q2W#EK2E8]6*79G4L]SA?SK<@_40/NY&9]R8LC M=U'S5VAVL)Y-^7W$ :%- .CN2/,XN4$RC58R!PA7*:/ [D*B"PXLV] MFOQT8(
M3[XY2Z3PR(9J10:KL:87&14UH0'7C^M9 2)^;Q3@_ _(#&@*R3$D]2B.THY0"#YEQ M97K MY[KABFU6$F;,=E$[@-5IH^;%=Q\.X\RY!(@3()1G,P:,!#34J() MTQ-
+Z74(+^2CNARY4X(6W0YI"SDHR= &BW<@N;&0JARX>1<(QTXV^1,$83W4 M0.5:'RPK;&_V>-J"90#@417%#7":,S:&':6:0IV],>?,:SI3<#%_&N"=E%/>
M,1''FC/O/DKQ$Q>K%K#TB!U>CGQ+>&MD,%I5[WX7?=LK3" M/]R/F*70(-;J:*NNKE\63\Z?+'(* *Q?Y4.&PP3R;#Q*0#5&B77B;%SYR5\' MD&=K&/,W:U),B44U/&;&(@W?
(11CG8L5WF#$5I;Z/X@P^K$TP)*4ULH&4M1= M&?L4\@Z>5,ARH.FN0O/08=S;1EU+!;I0N*/HAE84YY# B)D\&D,#.P6DQ/^:CM3%H_.'S'S\B7,J58@:ESL MR0
MG"S&!9A/S5E:A6H]6)%76+%B/N3P,43:(+)Q'_:8'^,C*?DO\K,7\IWX\SM0 M%')ME" .*4@"CJ$+0X9F:2DMM?+(X8.14DD^-;KOV)IPNZ7S;[8Q./'&XKD3 M++%''L*0E"Q8:R?
9FZ#CQ!!4*@K56!7%+/C0(YPEI4+*)"8( GHC\$RID=C) MSB48M#H'%.VW)NZX5T*&@?^:9@4J)N=L'&>#XU92O]9DU$B^";[QZQWGE_Q6 M.:Z#4XB8LL*CR.)+3$^6O9=^-\S
(]I<"Q@CL"Y5O:-R':+Q!7DD-K[U;EF\ M/@P9,:NZK-1C)4W-VC14NX13(U\^1# MB//U8Y,"<%%W_BE5X0UZ>0(".?*>D403 $%+)YR?<9'^()[((-;GY%J(Y(ZN M;)F'V="(URJ#S7%EGU.C/_7)T6;$
75YF5P>R3)OG-O+LZ]!:Q!5,P:Z 2&D M[,=(F7#\FWNQ6R/Q[V#T$"@<6VL$/:%GOJ+LK!QW+=&2HQR>PFRYP\RDB2S( M*46]]T8RP-J$AHXD9IJ"97$URO20]3,V5\=T'(
GS.DHG:$._@/U"CLQ"M/& MQPYC8?<+LU>OPZ&]FGZ>7L^$A0M\&!7,6Y2:_E8C"F_XHH$>,6Q(EV?FWK0Q MZY8M9L2X3)$#ER(7\RW9JAN"^2UVCH4&0LPE4X/BJ15A1Z,>FA;%:L>G25JP
MFUZR,4 F]K2B_)E&WQ,OHTW7']^3_1)X2.?=;2/"HIC=9-NEX7UR=7UR$H?. MZ>BN++YD6W@]F&]KN9,X6R:5BTWLK\M.=:8FF?@&M]5'#PLC9L/%7,;8U'+4 M(Y6D0T,7;:"1-
K#)F3C/(2:9QD+G&ZT=#\L9=1E7W'U(3JGC^CTVPQEQY+TQ M5P2,C7-+>?J8=JVEW&2:>'9GWA2G(]IAK8LT"O6#\JDNK%L%(E*Z60H5O( # M'U2<:D,/K'2I* <;1RU5QRU@:_B1VP!Y&F+
X?/\,Y= YI9SCW)S9L);YHR- M63ALHC9R9#3NM>Q]9"#IQ_)()U.?AR&CQ8]R#9/.1X*8 Y\DA;.$3/:0HA7< M>T3+5U+JJZ=08\"J[,&.^G\&@E'/?CVP"%^H-RC"(;#B=A2I7"R2ZX[?X,Z#
M1"V+OT]Z=;8R9%U7XSKSM&LGSYN)7"HS1@R!S8RQ7I\]#ZM;<=LR!=#CK P6 MS7Q2K&R;AH;NB+@Y<,:_:SEDA(38$@PCF6F>+*^^4TTO)#6.@1+]"0S/XLBJ MJ3N:< ^WP?
3;+,T;\SH!E])&XX'G9%\^"X6BE\>%\HGX&B/4,3#"FS.NWX:; M&^+S\%TR[)6N#=;A2:]]AK&X&Q6/P3CT4-QI6Q4:E17IBA8JED:)GS,O2-8] M/'ZD*K#"-
'8@(]X2(B1SA312O(Q)SW'B%\6(9%GM@?X$^([:;SQ_E&NH.F[# M]C3TJA5_BL8C"T@/J(FJR4=,!'98.;>GQ"T'M>#K&<*<9E2L9U,CP=$HJLNTW4! Q X]_B7IKI' RY41,DU@2-P= 9+9?
JRQ:_(8.)E4 M6PQQ":N0WFKJ[9#+1; 20;SLY!PQYD\E#1L.+F!#>CT$9L2C#W+ 25D)^\< M-YDCX_&9T$@8XU43*AO*%VH:D#'41CO:;HX:MJGFZHCB0ED\*&),IU%Z=>RK
M<2!!'IEK:FR5Q=,NM/G1H<]1D$CF%<4DO$I]<-3#@ZU,F>",)&1-EX=0_LXX M< 6>SD+AQ0RI(B>M]WFS3UQ(]'5H#>=DRW2*8EG\9WS!I^&QJ,B& M?2?'Q*=V$ "X0K:KB+Z< \D8-
F@!K4%GOI M*CH5PUDD\,"V;75-N2B_B+UX\@R=*24?GA4EZ!07'7?C_&C,N4KEA(ON>RO= MLS[^P.H<6?AL22]=NW(Q?U7*87/?9$7OKH/L-0U2R]9>RSE&:O1]WE6157Z.
MM\2FH@,@3X9H%"N$$1?9F?.#?EQJ'@[=AE/)B.ECZ'/,3M=B7,S?:O$+$$C< M>0N&XWH+*YAD]ET'*?"6MC(QM,.2(_V +%=U.7#"!!Q?90"O!,F++\BAY%NZ MA%)79^%BDW2NEH:36E
#@3GO#KHS@F=TN\^MW11&LX*"G-#!R?QF+SK,[(WK\.-7<4+B^CQ].3'J^L7)_<"_RUJ\;C"7D#H:^#$Y!<)O_I!=^C9J$T^][(9'D7,, M8N7X[>Q2FKSDDAG3> JOW:
(WJD:WS*D5JGH>QX:!0]TD-,P#,;%]GY)[P@VR MZ*2PU!N-" JK_-2DR@F'T.J3W5"&(=7&M%1Y402)XP4$%]_$ZP)#$U%VN9OD M@N\TU$.V:=3ULY,[W!#"8'2=KK_;#(;OKS0A6Q*JV$Y#
()1*1R$VYE3QP:US M$X>!8Y_^\N#0*T:?&5T4ZP,!#.B%!3YD3%,'?+#9?#==0*AX@#]<18>.DAML MON3FQY"=ST2#*F21E9DZ@9[<34N^7>"%L7C8Z%?U"3, K""/'TXI2'IR4C&R MRZ
03;32O;Z@OJHV7(@H3>ZRFM$5#W+LJ8?QLZ[I''P$7DB#ZN>C?CE^1F)Z0_%^'%8 M]\'DKT+?]V>L."6,LNGR>
[RP:XR2SW06RE+/$6!LSMEFMX:N0EM6O*0FWWLROA&^TV=/$]7=O6]GP[ M?/PV7JY_Q5?*I\?Y9OZ?E=M@W%7K-;QZOGS\S0GG4,('4 ^Z8'YE^]XV]"<> M]-4.'X#?\4K;\ $GB/_+@>?_#U!+
P04 " ;@F99TFUI?X,# #0" M&0 'AL+W=OBU"LG-Z9:>)Y.[I2P++&J! > M]?W8*Q@OG?6R.7M0ZZ6LC> E/"BBZZ)@ZND:A#RNG,#I#S[R?6[L@;=>5FP/ M&S"?JP>%DC>@9+R 4G-
9$@6[E7,5+*XCJ]\H?.%PU*,]L4RV4CY:X<]LY?@V M(!"0&HO <#G #0AA@3",;QVF,[BTAN-]C_Z^X8Y6;RE3-W2 8[
M5@OS41X_0,=G:O%2*73SGQQ;W2DJI[4VLNB,,8*"E^W*OG=Y&!G,_1<,:&= MF[A;1TV4M\RP]5+)(U%6&]'LIJ':6&-PO+1%V1B%MQSMS/H]XXI\8:(&<@],
MUPHPXT:3WSZQK0#]=ND9]&)UO;1#O&X1Z0N(";F7I\2ZM/H EXX4 X;O/#GE&^Y3H6TK#7YZVJKC<(N^?L M5F;DCK,M%]QP#+ZK74:8(3_XG2-RT=5Y(B.?8N2S&/G<69^')JD3?
NQKQR6LRF[JQ[^/FS:LY M#>B[9[ON_I[%+9_-3 M\4Z6^U^E$ 53=YX$_Z+0G_^< DWBFW!7I/ #9+(G4UM&6;4I6'\K J! M2^/839#S+:1=+P1-+X3_;R\$-'#],'JA&?K;_]0-
\SAQ@U$F^K4_/S7%&5BF M3^=2.G/]45.TTHL]@?D*HMFIV.<_27R7^C;IX1RS'YYDWZ=S-PH3-[-4DU36I6D'SG ZC.NK=DK]4&]G_3U3>UYJ(F"'IOYD-G6(:N=G*QA9 M-3-K*PU.P&:;XT\.4%8!
[W=2FEZP#H8?,>M_ %!+ P04 " ;@F99M??% M7SH$ #C"@ &0 'AL+W=O;!.C+O0$[H+BTMP_#,"BV8GNU+9^D))?]^E&RXZ1HFL.&
M#5@^Q!)%/N1#D38G&RZ>9,&8@N]UU6(MZS!DR47-56X M%?E8MH+1S!C5U=AUG'!S"5^IJFS8O0"YJFLJMC>LXINI1:R= MX$N9%TH+QK-)2W,V9^JQO1>X&P\H65FS1I:\ <&64^N:7-
[X6M\H?"W91AZL M03-97H@%C%4J41*#[6[)95E0;",+[UF-;@4AL>KG?H[PUWY+*@ MDMWRZI2?,/FTXW0(_I2BI>]\:XK\NF M>]+O?1X.#&+G%0.W-W!-
W)TC$^4=570V$7P#0FLCFEX8JL8:@RL;?2ES)?"T M1#LU^TS%$U-T43&8LW0E2E4R">Q)PSMH1>(X-KN/Z)_"\@;!G\+Q7\#XU:R85EI62 M-MRQA0+:9/#NVZI4V\4_'J]D$I@T?QV+
F=#_^X#]U(E[*E*9M:V"F2B36S M9F_?D-"Y.L' 'QCXI]!G\ZY_@"_A>DW+REP>MB?,Z;-;/!;W:>2'@@&MN5#E MGRR#E$ME0RZXE+!JL.,K(RYXE95-#CEVO 1T6Z$"PV3J/"YI*6!-JQ73X2G$
MN^5U2YOMVS>Q2Z(KB;4[%)S<9WNQQ8,_$*R7;4%M6PQ& :-I@7U7T29%"_.> MRJC"(\'Z-XF)JFR,-P.,O?B!*]24/^ "D>]C1!'& M&4:NB3+R
SMQ/4Q1D__C++@7X!/7=CP"GAV'Q.3%)X$=)^0$>S>QL=# "X(] MG<0.,+*.3G4Z)O!]8KM^#,B)A)U/9..'7F^O[X/$@1TX^DXPFCC6=Q-=="<) M,9G^_6__C*O'EVW6=1?@!XSLFV-3J@+
[#>A0?,\;[RQ(1@E^+JH*OWPCD\M_ M#WKD[)'O6-IW%#$=Y?TO.^H,XC"V2>3C*DGT?>U*0Y\D>.*^,,>)I$FWAY6A M+RBRG3@9K,^]3G*DLS ?Q(]>=%8OWI52XH2V3YPA+
VHI9'M8WG]%T7D'C+Z MX5U'(S+<];$OU_A@\$#^N1FO)'XY5HWJ9I!!.DQPU]W@LE?OQC\<1')=%Q5; MHJDSB@(+1#=2=1O%6S/&++C"H<@L"YQ"F= *>+[D7.TVVL$PU\[^ E!+ P04 M "
;@F99C(M4,T8& "0$0 &0 'AL+W=OV M"4E_?6>\"UER0*ZMU)8/K-=XGGEF/"\VYRNE/YL%@&6/12[-16MA;7G6Z9AT M 04W;56"Q%]F2A?=TRI@6=.J,@[H>^?
=@HN9&MP[N9&>G"NEC87$D:: MF651X@CPG(*3Q>XW9 MVJ@DP>9XC?[!V8ZV3+F!*Y7_+#*[N&CU6RR#&5_F=JQ6WT%MCR.8JMRX;[:J MU_HMEBZ-544MC P*(:LG?
ZS]\#4"82T0.MZ5(L?RFEL^.-=JQ32M1C0:.%.= M-)(3DC9E8C7^*E#.#M":G$^5YLY'P[D&0)=;PX[O^30'L:B&%G?2&O*R M@@SW0";LHY)V8=@W,H-L6[Z#]#8LN#U4$XMT$*-
'.3,E3N&B5I$L_0&OP]DUPZK\_8%Z\,2\^A#Z85/E% MS+=W=PP/()>PB^]AQ%J09<+P.8;('+V0L>D32[?P^3IZG!=+T*YFR!28FN9B M7BT2AG'#9BBH5AAE0C*[4$N#$N;DC-TO$&(K?
ACN/OI\"MJ%P"U2._0[A0A] M18W1/?\,&6=[0OV,C>X_G8V^'=_N6\&.@Q-VQ-Z^Z8=!^+XQ6C\#W_-]G]TK MBS&R4]O:@R\E7R!,N%0SL9?'U>T$@U/--2_8C4BQ- ([#D_VHH;=!J^=V*_Q
MJA$NA9J#W,MKB X<3L'R+]E%!]@ED9<$(;LK:RH&N$X7N*'Z <4Q..)GX< + M3WN-M],@J>W:R>VE7=OB8=+UNE%0 ^R6;.YW)=VU_87V+U% MF0,S:0X:X4S;!>W?
LG/%J;@9A;V""J134(*Y76F7(/D MN7 1UGMO&BE5UBFU6@A,#E*!/>-!8,W,J0#+-%\2'82: CD956OJ59K.(QX[ M"OO]=D*^S^MV]@PDUL)B[5[I6AJ2XE.1"_N$)Y[<57!NW8HIS(649 4"T016
M>:&J[3OJMOW=>KA<&UR[ ?V*9;ZYW\-2B]QYL4UY?Z -=C=ML/M5;?".VJ"Q M;++@FHB/JMA#%R/G,8ABNM2F:NJ[.N-A)0[9U,CE&AGW8KLSEEQ;"=J0R4J3 MQ]$K\%C2SM,V,+TN?
N3(#&,O5Z4+\N8B\C>>5C*:R!KG%@K&YX,)>OX.=\4I M-@[O2A48,@LZ23\ NU'&>&X^;9+76YZH4O8KC*"MG*+4CTWBKQNG+A1UPM"_\25A/OQ-Q_#5_".0[]_ M0DA^0,\D.L7OV
M[B+9U1'D%)G @<9 0I-=+N@XF[M,S\:($YP^?"\[8S7C\ MXPNZFR2A;A)[R6F715[4Z[,@]H(DID?7C]DM1M0>N2_]1ZXZQ6>W'^%WXO7\ MA-
Z\P.^^WJ&=H5<'4@'C[RAHQYO2YFI=V.YM)E;8P;:3HBYM=(-R78#:KH:2 MB^PY_@E&809HO.9I[4[-!O,(]1U,C,NZ($_HRN?.TM3JOHQ5@K]&%M5L4'4H
MC_*R!'<3SI^JCKZ[A&78^S"CZPTF%S2KNW-!U [WN* VF:>I6A(8HCI7_'N6 M[>H?G<8MN0 ]=_\%&.8X5A?FS>SF[X9A=GNW%-E\0;OA@O@&6A:@+_/%)ZYZA=2L/D39O G4$L#!!0 ( M
!N"9EF=KC$(500 "P* 9 >&PO=V]R:W-H965T;"VMCKM]4RZQD*8KJJP MI)6ETH6P--6KGJDTBLPY%7DOZO='O4+(,IA-W;<[/9NJVN:RQ#L-IBX*H9\O M,5>;\R ,MA_NY6IM^4-O-JW$"N=H?
ZGN-,UZ;91,%E@:J4K0N#P/+L+3RYCM MG<&O$C=F9PQ(5YCD'(AA_-3&#-B4[[HZW MT6]<[53+0AB\4ODWF=GU>9 $D.%2U+F]5YL?L:G' 4Q5;MP3-MYV% >0UL:J MHG$F!
(4L_5L\-7W8<4CZ[SA$C4/DVL2] M]'&C=^).X)8BK0U\+C/,7OOW"&,+--H"O8P.!IQCU85!OP-1/QH>B#=H"Q^X M>(/_5?BU-&FN3*T1?K]8&*N)/7_LZX)/,MR?A!5U:BJ1XGE DC&H'S&8??H0
MCOIG!TH8MB4,#T6?S;V00"UA7E=5CER-R.%+Z<7*K*<1_(1$6[@H5,W%WF.J M5J7\^^VN^'H.9WQ8(T7,2( M.DD2N_=X,J!WTHD'D7_'$5P8MS79/SF#@S,?A"/%%':%=,,.05[37]\)(NZ<"4_
MH]!<[M$N=*>JBX?*.>1^1^&#P M_:+ZW+:*^K/+C8:O)3Y96-(_INDXGRI6L2"I##9XV6!O MT,C@A5;LL7S5V5R*A15X3U[,_Z0?+UG \Z4R& M_9-
6)=Y<%E5M7<,I/1K;+A^/&=2OT2I9\FB[)M=\=DQJTOYOX MB565NP\LE*7;A1NNZ3J'F@UH?:F4W4XX07M!G/T#4$L#!!0 ( !N"9EG^ M,+F4104 !$- 9 >&PO=V]R:W-H965T
TT'LMV'CI]@,B5Q#%), D6?WZ+D"*4J:R MQFU?1!#$'NQBSQZLKC9C"^,G-W8GS%5ZHL:KP3(%=5Q<3V!DN^N1ZX M@]W$?;%8*CTQ&E\U;(%35(_-G:"W48^2%Q76LN U")Q?
#R;NY4VLUYL%3P5N MY,$8="0SSI_URZ_Y]<#1#F&)F=((C!YK_(1EJ8'(C1\=YJ#?4AL>CG?H7TSL M%,N,2?S$R^]%KI;7@V0 .<[9JE3W?/,+=O&$$&B_CI32_L&G7QN$ LI54O.J, MR8.JJ-
LG>^G.X< @<5XQ\#H#S_C=;F2\_,P4&U\)O@&A5Q.:'IA0C34Y5]0Z M*5,EZ&M!=FH\53Q[OKBAN'*8;)C()9P_L%F)_QK>D@GL MHKUC6R*7@HD0K%Z@&?
\QF4DEB"E_'@N^Q0Z.8^OJN90-R_!Z0.4A4:QQ,/[P MSHV&U1/-ZD)MC_E[$O&XOP]+A#DOJ52+ M>@%*$Z&KU^(OE"#-UKS9%Q1M308"%!G6M -4+0-0,P H?PJK&8H^B9?PV\I,
M4"!M"!*^F]+!_&*R1D%* +1;ONL.:0_;2P]W_VYZ%;^791%+F MNQ0]ZE/3>;Z5JB M-.R@E']AA8 G5JYPS\SN^(\Q\O3>FGS8XNO=-/1Z!WW( M/ F++L-TK%@U)=\BD7.#
B%C9;8J#CN7$,/*V3SJ*"LZ+&K;(A!Q":%.N+B"RG>2G\1,G MAXM2EU(4V.&9GJ4CLZ@_M"/E_,!2(4%+S0=!(4*/AVK!<92V)S M._;/X#-59TYU"-
L"RQP^O$L\U_NX>Y[@2M1S)7HK5^[)&SI/'75+@E.Z=!+U M/^F2V&_?$F55%PK.!_?3Q\'P_PL5P8#45\<1K3JH *U/.B%D86H &C(W5PX\ MUNM.%8YIF&]%?
FBY84R5[(=VY/02YEE^0.+@&0D+TD-M$=39F(N,),N+2#W\ MF"0KMIV?Y"SV8BMPG"%XB9V$!WZ\79U\*TU)+8-.8(/DE,[$/7?B?W6?=9?R M)UY1NRF9N6!T(=42CU'H)/CK%-+PK-
Z:$H@_&MY0]R:U%]3F"M:J2U%GY2I' M+NX[$=4 M-:6+>@QMT=XD;6A0I#>BZ2P)-+\VF-(2O6%.XI;%E.?65 MA>Y[=(,,KF/%;JJOE\A/P/>L-
"2&$@%H\H$K,B(:$%S4WCM6$*8TB&,K_EGXQL2BH%25."=3 MQ];MM6@;\/9%\<8TO3.NJ(4VPR7]9T&A%]#W.>=J]Z(WZ/\%C?\&4$L#!!0 M ( !N"9ED4:ZXW8 , "$' 9 >&PO=V]R:W-
H965T(MU;8"(QC\#IC->:0S/UR_H7ZWO MY,N>*;P5]<^JT.7*F3M0X(%UM?XA3K_AX$]B\')1*_N&4Z\[BQS(.Z5%,Q@3 M@Z;B_9<]#W$X,YC[[QB$@T%H>?<7699W3+/U4HH32*--
:&9A7;761*[B)BD[ M+>FT(CN]OJ>\_RZ4@BU*V)5,(GQZ8/L:U63I:;K J'GY +;IP<)WP#+X+K@N M%7SA!1:7]AX1&]F%+^PVX57 ';93B'P70C^,K^!%H[>1Q8O>P?O")*_X\=S;
MOV[V2DLJCK_?\K>'B]^&,PVS4"W+<>501RB43^BL/WX(4O_S%;+Q2#:^AK[> M40,678T@#G KFK;3S!8R;3=,53DP7L!=57<:"S!Y_,9ST#^3#XGKRZ^Y=?U
```

```
MFQ]*A(.HJ6$I6*!-.8!"K4@H=0F:CO-+0ON14#$0XD2H-H75$@_5%U;%R59T MBO24"_B<8ZN',V/ZJLD:T7&M)@MX*"7B15D!%87&9D_*IC+NB?NUZ[!B730BYLW"S-7^!3X,_<(
LG9IUE;I1$=AGY<]6!!.X0RZH M&WN,G[;UZ6;V1+!'!-[9Z\5A81+74(BHC_/'WCD%-!N5)H=-<(,XF$9H:RH[&HX:J/)^/736\Q.3 MDE'<($Q=/Z8G3>#CAWD8A)_)<3;&2>IF\_DE@S1TDSF%
M(4PN&-S_/[$4&'^:]M'RI[,^@L%TG@V2()N\U0_>V=BBA!SM<%946I3[?H*- MTG'^W_1C[U6]_WE\9_)8<04U'LB4."0.R'X@]QLM6CL$]T+32+7+DOYA*(T" MG1^$T"\;<\'X5US_!U!+ P04 "
;@F99H3JFMK," !6!P &0 'AL M+W=O]YYYS?7V=[(6%XE\@1\5XVKJE5K75[ZO2 D55I>B!FYV#,.57,#X,@]BM,N9P!GU7KZ29^1U* M1BO@B@J.).13;S:Z6L36WAE\IK!71V-
DE6R$N+>3C]G4"RPA8$"T1<#FLX,% M,&:!#(WO+:;7A;2.Q^,#^GNGW6C98 4+P;[03)=3[[6',LCQENE;L?\ K9Z) MQ2."*?>/]HWM9.PALE5:5*VS85!1WGSQ0YN'(X1,F/!'F#;H67)<*
MO>,99(_]?4.YXQT>>,_#0< UU) &:$9=>B.'&YW [4OIU]E&:6GJ]UM?'AN\<3^>O=-7JL8$IIZY MM KD#KSTQ;-1'+SM$_V?P!Y)'W?2QT/HZ:<\O]A@ACD!U#0D(LR8:UM-@BLD
MM)QWHRR/IF6VU 6FZF45JF MYN3:JE+HYT"!S1O?/B7&-94%-7#'+C M&ER^,OF631=O)EK4KA%NA#9MU0U+\_"!M 9F/Q="'R8V0/>4IK\ 4$L#!!0 M ( !N"9EGWKCAXL@< -A( 9
>&PO=V]R:W-H965T$M?^L@&UG[Y/_";Y\=1P]9AFW_.UE 7YN4FV^?5H712[R_$X M7ZSE)LHOTIWII=C_.=YF,EM6D33*FGB?&FRC>CF97U6N?LME5 MNB^2>"L_923?;S91]NN=3-
+'ZY$_^OW"Y_A^790OC&=7N^A>SF7Q=?7DKBRA.\E=J^-?Y+7GYXA5Y0>(M^;).][D:G5^-"U5D^:O& MB[J@=X>"Z(F"YG)W09CWFE"/\H[I-_CT6[E0T_UJ.M.GC]6A.1X?>CP^M-)C
M)_0.SB^[?!PF\NZ)Y>EWF>^BA;P>J?,KE]F#',W^_,,7WE]=KBR):1[9T2/# MU&=?TB)*NAP>IHEJ6GD])>CY5(CI1%R-'YK%=XSSZ(2SZ7&<5A<_UL71NKY> MS"_(??
H@LVW9E*3(J@Y5G==5+*HU=#DLB6FV@Z/MP+3E IL>+8EI'L71HT"7 M=KY.L^)-(;.-NIAEW]5EY$Y=:7*Y4,M;7EI>DU5Y87HH+TQ=!^*@'C0Z+O08 M#:9/&K,];"*F?DB[^S(\%A^BQ7]
(M_?/]#UL%<7]8#+UG]2.UF"X/).CPPGJ M\";-=FD6%5+=$>^*AK":@Q?0!=WX@#>^,&Y4E(P& M^[2DIOL$$O)Q%'IVHUJBG/I@M-$J]!IW)MTDP)"/T]#'="M_U?[(:G_J;:U5
M#K*EIEL&$O*-4AFRA?$_EC'ZL.+7./SO?Y;> ) ^%Y M3RZF'<-\ZGN,=[*/VH$+FJ&-I,4\:K&;M;B & H0 M0PWCEGJ>UD'^E(=!]J7: Z=3CWHGKG04N(/BW%&W&OF/#,M><-G!Z^,B?:%
M+]0X?Z%6&<66FNX3&(6ZS6!HSQ"F8QR6PE" #^HTAZ$]@QB\"M-E OJ@.'W M.3DHE<%5![>J"QRA@"/4&$>H51RQI:;G\( CS&TVP]H,\O3>@5=@ZA!@ACG-
M95@[EVD9=$$Q@"B&X9E,\W0]G\[@8D.[UY::;KWQ9R3C=(9936=LJ>D^@9*8 MVW2&M6.75A-C0_2R@6L8GLJ^0RN/G@?; / _9AQOD,LYK/V%+3?0(B M,;?
Y#"X_^&"TB>M45P,>L;YXU"^FP>4&.W+!10RXB!ES$;/*1;;4]'T P$7\ M^3$-[Q?3= S#8AH.9,/[Q#2TLS2K,8TM-=TG XWCFFX59JQI:;[!)KAAC$- M;ZA# ?JX'VH@PX-97#5P;WI M CXXP F[\0 ^
K>A3-!OPPQ>A:E+P)? :3 3]-LP@Q=A:A+8 M)>@3SM">X0PN-GB[I0N<"0!G N-P)K :SMA2TWT'"@5NPYF@W]:9CF'(UIF@ ML?>W3TC317>]0AI&;P 4X/ *F&?.(;UC&-PL:'=:TM-MP[X$AK',:'5
M.,:6FNX3L"AT&\>$Y_?*H$/TL@%DPCXQ3!?-]8IA%QEP46N4B M6VKZ)_>!BR;/SV!J"8%<5=$AA]+&C:^=*;_SYV.4W9X%^5U*SM\ MC<[A29'NJF^BN4N+(MU4#]3\LMMCE]F-/L?4$L#!!0
M ( !N"9EG0Z\@K6P< /,V 9 >&PO=V]R:W-H965TNH=A#XK-V$(ET9/H MI!WZXT?)JBB),F,IU%X2RR;/3=+AQW.DBP>>?\\1D4KMQR_J4X>+>^G#F%12QF*U&(
M".6_>W;%XKB0).WXIQ(ZJW46$YN??TA_4SHOG;D-SOP96+.[ MX<8.<%0 XBX&9Y M#9X_^P7D!U7?P"[CFRQ,>N1>F>5>LY64"TNY6)/;EC>7X:MCB.H8HE(!/JK@ M5C1"\D)%[$Q&
["PO(O;7>SD)O!,LR?_N"\U! ^G74-S++_-=N&*7,WFSYBR[ M9[/%SS]!U_FU+QZ6A+6"@>M@8)/TQ:N$9R+ZEZW!%<]%GZN'^6XYO\@R]PL( M?4H=>C&_;WJACPLKZ-T WZ3V:[W>CU(
MH@T+J._['3/U04'@]]M(:QOI4!O?\SQGO4923?^9US&Q9PCNM]"M+73-9WFS MR=@F% R\":,,? [C/>LSSM4T0QA [+L="_5Q@>.1QB71LM*KK?2,5BZW\EH\
M$RQ+9,]L\UQ>WZE]%ALE#KT1+0EK.>_7SON39R7?9C L"6L%(ZB#$3PQ*P7: M%>@1@FCW5C*J&>D$<=-1B[5A+7I6HUKWG>JCCCUGA6(<:] 'M9;I*5BN/=1.) M6=]8?
Q0)0./:>G)>K,2T+S<:(-QU9XJE'*JU')H7\_<\W0S,GV:)0W.&+6EM M_Q4K0#)Y#H5&'AD<$$O2V@%18 +-9/)X'H4Z;! "$>EBDUG16$<4OT SP S* MI#J=$
2US&-4.-8AA3K0S#K#,JFG9U+8]6<*>(&*7J"1!T[/I'[/]4:)JV72 M*? #*OZ 9@"Y.5^>@PV_9UF:L%0 (<]6+M.*W$%_!V,XU:QO<%J9@FN0XAKD M3+^#MD0RU19Z"BY"BHN0F8L>S[-
(AR'/@9[C=*[[GG&^ZT./]&^M4*/H84:= M(1D4Z;@#]J=O=\/>,.KJ51HIAD)EA!B7&2I81,7O&'*E)( 4:R%R5.#7;56++ MUEG'B 9=&_6JA.\&L('_;4,5 " S /R^3VY95I0%57H"6Q:OB^+?7H5Z6X4Z
MEJ$&.YY'1=%6WMBY2G7?C]3@D]UCNBN4&93Q]ZC"B'0J360N^*D-72 MBRUI[8 H^$%/K;X@O?PB-PT.UF[Y*3@%*T[!]NHO6*^_8-_M.F16.-8AQ1G8 M8OT%]]1?-
'^FJ+]@!2783OVE$N.VKC?J!YH[D[12&KT4,[L\=;6-ZTS\W= _ M>XUUHM$",44A!BL^PJ?RT;"UM@Y K]LZ3%%'6VG-EHWU7 $7?J07U%EIPPU+ M5]^:U\.X_:-9[= %QI:T=I
4BF%W\A476R*J*B!3\!E6?(;-?'9"%]<6&] MH.0Y?M"_V\"*I+"#!HO;5*3$$=O*QW9Y&&%0?B1&M"@Q=9]0?K?'6L!4P4 M#!$$%\YVZV)K%#'6EDM;> C<:RFUG%
D1,PG];QM;LQV#HZ$SV9$]/E$014Z% M*)L;6[/2P7[K_=!Y]BS(0JXB!FXKGBVXUGA^KI84IZ\RIK5#79Z"@@CC2=G MIN^&$:O=,%O2V@%1;$:>V@TC/54L%WG=\TPTO-(C]-]2L*L
M;ZP_BGZ(Q5X8T=&ENP4PJQOKCJ(@8J<51G1F@:[^K)59VUAO% 41,P694NR( MRJ%9V^"$,D5]B2JBHM/WP:A5VK(EK1T0167TJ7TPV@- 8+:(Y!3U*6H0BIJ MKUE&]388IMU>F5G?
6'\4)U&+335J:IA5[DQ!-E21#;73?J-Z6PT%5'NHSJQM MK#>-IX?-6'+%DX1EJRB,P2[[4?:JK65&:>7-"A"F6HQ8(. MU4LPFHVF(>WG]!52N':*-*Y>5ND[VSW#^L[VO/%&4O$ZV(&PO=V]R:W-
H965T;(5 +*76BH[#2K$YC(,;5Y!S>VY M;D#12:E-S9%,LPIM8X 7'E3+,(ZB25ASH8(L]7OW)DOU&J50<&^87=[!F3LE2ZR=GW!73('()@80<'0.GWP9F(*4CHC2>.\Z@#^F A^L]^U>O
MG;0LN869EC]%@=4T^!RP DJ^EOB@M[?0Z;EP?+F6UG_9MO6]& F M#&JAVC]_Z>IP !B]!8@[0/RW@*0#)%YHFYF7->?(L]3H+3/.F]CUP)WAW7X=;6T:.BI_1Z2W,88#\=P M[7=I&Y[#-
*#^LF V$&0?WHTFT9>A OPGLE?E2/IR),?8LRM)SKS(<]QF.CV9X4Y;@&Y[>/KK;V;$3 M"=8RK+@:?(_'^6*V VZ&U,V. O_U(L*#SG13D=IM)91E$DJBC\X_703,M).F M-5
WOEF7&JGU_;*BX0S&.=!YJ37N#=?__;C/_@!02P,$% @ &X)F66.T M",8&!P )CH !D !X;"]W;W)K&ULS9M;;]I( M%,>_RHB-5JV4E!_ 0#9!2L'WS2IJVMV'J@\3>P"KOG5FG,MJ/_R.+Q@,QH!Z
M'OJ2&'O^OS/&_X-G?'#PW+PG]SE:$:M2(3959*26!Q9 M)#3"7'RDRSY+*<%^(8K"OB)6C_"0=R;WA3['NCT)LEX&,3D@2*611&F;QJ] MF+S<]N3>>L>G8+GB^8@[^]";%2_(^)?
T@8I/_9KB!Q&)69#$B)+%).OG85 M*1<4+?X.R O;VD;YJ3PER??\@^W?]J2\1R0D'L\16/Q[)C,2ACE)].-'!>W5 M,7/A]O::;A0G+T/$"3,R2\)_ I^O;GOC'O+?%@30G$AN5M20HKC[^:$XR!D[]$'
M].5QCMY=O$<7*(C1YU62,4%C-WTN.IR'[7M5Y^9EYY0#G9/1?1+S%4-Z[!._ M1:]WZ]5C>K-;/SFFMX_HQQV OKA2]>52UI=KIG02'1Q?(65RB11)&;1]H=WR M>TROD"H7+_E<0?O$--
T&>QR7!Q2V3H MZY\"C6Q.(O:MY;QF93\&[?W(!PS7+,4>N>V)$0$C])GTIK__)FO2'VWNAH3I MD# #$F9"PBQ(F T)SH[]5N/)2!TU6YG[K92]I@W59C-KOYDJ M>C?::69#GJ8#"7.!8
VK#FNK#H]8U<_*R0Q/$#W@6T1>Q92-D38K=N+/M2(D M3"]APVW[#"5IQXF0$6]3)8+#C3\B(YBD1+K[ML2I(F[?&T=BVK KY"QH='CFDQFMHN M12>+]1$31Q%N=7YGW'.'3* T'91F@-
),4)H%2K-!:0XHS86B-?-H4["5?Y6* MK0Q:L@6EZ: T Y1F@M(L4)H-2G- :2X4K9E8F]JM#%:\G76CSDX-T$HL*,T MI9F@- N49LO[]>3!9*^,YX &=:%H3<]OBL!R=Q489%"&_D,S,3L)A%0('\HY
M"D-?TOR)LK<*1"H52"%[3(D7X##X5\QO9J(S@8=#=!^$A/$D;BTS=Y_ V9D& M6F@@I1F@-.49H'2;%": TISH6C-A-P4L&7M5QG=@1:W06DZ*,T I9F@- N4
M9H/2'%":"T5K)M:F"B]WE^&W[E#-)\O5,S7$:;!<$MKZ>O>L&WYVLNR7<55I M[U&U@AK4 *69H#0+E&:#TAQ0F@M%:V;!IMHO'ROW'\@"2KQD&>?CLE;[@];X
M06EZ16M_)Z*R_M$FYO$F%FBW;5": TISH6A-D^:U]N9:ETVY4.DN%WZ5OR$[ M]L+,VS]3BI#BX0*%S..V K3_#65=#WU\#.2O]:*A:U#S,5<(\64O^43D OU M:H"B( S7ZYPNY,'5L-
Z3(_E*B%>4D.)XG(^BHG+Q@T'Z!'DHI!U1.A]2*2 MR_S=KI04BP+#MZNV+Z&_M3(K(G19+!YDHOM9S,N7=NN]]0#$5\]OVG]NGQM MR"W[3?
G::MM_)T^N'7G2=D21KIUR#61_TZ5R!>4]ILM #")#LA#=DZY&8E1, MRT6)Y0>>I,5:LJ>$\R0J-E<$BY^3O($XOD@2OOZ0!ZB7AD[_!U!+ P04 M" ;@F99H':6:<;4& "J0P &0 'AL+W=OA\?
D^(F+\F2,4E^1F&WZ#J4M_S) M8_D-]5+>C(=)]C]YRNL:+3);)Y)'N;%J013$V]_T9_X@7AB8G1T&5FY@O3;H M[3#HY :=0PVZN4'WM4%WAT$O-^@=ZJ&?&_0/]3#(#0:O#?H[#(:YP?!0#Z/<
M88%)8=M_6>=?44DG8\&?B$AK*UIZD"DHLU9]'L2IV.^D4%<#92 ]BQW<[EU M8^UP8Y)K'LME0NQXSN8U]E=Z^\X^>T=O/]IG[^GM>X8&T%;/O'CPUO.#O[2T
MQ/.5."$=XR.Q#*M3]T#TYG=L59AW:\SMP\WKO#N_YMWG]->_>KWGW]>97;*;, MS3KOE9[L%*]0)^-U]K]"CXR"T'C1?X2T7A._N3QI]FN*N1>'28T&_@3\NVS M0A-?
LBCY7O>.;=O1K6]<@(D+:.6BGL)$X^L-?Q]-[-O_%&G+R3,1L(< M),Q%PCPDS M?I*KM%IKMZNB3>RYI2&:5P5^P1Q:O64U3+U;V:M6K5&3=6Z MA?4S6/H![G%BC-
N/+R7XMH9I]0>&\:J>LY?DOJW1Z1B]COF&Y2%OT0?!*GKH M%7KH:;LPC_4[A[*Z_M42F_8O$F8C80X2YB)A'A+F@W5 ]?4+]?6/)(+VD9I%
MPFPDS$'"7"3,0\)\$*RBV4&AV0$P@EYJ84V%MX7U-,%P<& PW$MRWY*L4:\V M&")OT0?!*ET[++IV>$@P_)?LBXJJRE^KK.<=QL@-W>P*E5I_37L?";.1, <) M%-
D='$BI'2,TB8382YB!A+A+F(6$^%;1K&F4DXP&,ECF MM)=!IV=D_ZHAYTKOMJFNH#0'2G.A- ]*\U&TJKA>S&:'L'!]'80LD5P-?/M:[Z6QW) T&TISH#072O.@-!]%JRJS3(>8O6.)UM T
M"I1F0VD.E.9":1Z4YJ-H5?&6V113._'=.%I#DR)0F@VE.5":"Z5Y.4TS%>^C M'%9E528\3\W&HXC6Y_=?3\^G3-(T*"\$CQ]'F7@T+V+=_04&YT^6N]FZ9Z@])L
M*,V!TEPHS8/2?!2M*LTR:V.91Q*N+6@R!TJSH30'2G.A- ]*\U&TJGC+9(ZE MG6]O&J[UM,8*A&9DH#0'2G.A-"^GZ<(URF\%55F6:Q=*G68IPW>A[V'IH8W5!
MLRU0F@.EN5":!Z7Y*%I5B&5BQNH>2W"&YFZ@-!M*0 Q NR8B);#A[/&.'3,%ADD;I6AM L3$[3?4$;ZM#9[]"%.O3V M._3S*O7IYVK7EID-2Y_9N.2Q%%&IH(6%
IT$8R$UM9T(3&CE-M_0,ZM#9[]"% M.O3V._2U5:J=F>83JB7E%*ZE_^+]-_[\>-9N)ZS1'V>#JED\T\K*N2F_K,V M>1 \RE?),$Y0_D#>F2<=$@5AF.VDH&+5.VO4.^D516H\
('+)U(]@+*L0IP$J MVB[N9NGB;G+'5BI>39DHUBA_5!Z3%&PO=V]R M:W-H965T#ZW4-G'\/L7Q?>;%KNX,=XS^2 M%8 @/Z,P3H;*2HAU7U43?P4135IL#;%\LF
\HD+>\]6:K#G0>2:*0M70-$N- M:! KHT%6]L!' [8181## R?))HHH?_X*(=L-%5UY*7@,EBN1%JBCP9HN80KB MV_J!RSNUI,R#".(D8#'AL!@JMWK?TZU4D-7X.X!=9,?
8CO;F;#Q4M M,1&$X(L40>60+8PA#%.2;,P"L7NI.Q'R9&4U&-B_)_@KE8#96 M0N:PH)M0/+*=!\4+=5*>S\D^TEV15=-(X\F$2PJQ+9%(%41@G0^G/HB,.!+=IY M0F 4
N-8T#DA, N!>2QHGQ"T"T'[K1$ZA:#SU@A6(;".!=8)0;<0=-\:H5<( M>EEV\W1DN9Q004<#SG:$I[4E+;W(#)@I90J#./7N5'#Y-) Z,9(Y#^F,<9HY MZ7;) :0S14*NR93&;!&03Q,0-
B3S[+HVW1"/EU]'JA"ADX!JE^$&>=AC!-A M3'+/8K%*B!W/85ZCMYOU-^?T;K.^:S0 5-EG9<<9+QTW-AJ)4UBWB*E](89F MM&L:-'F[W*SKC_=%=]X7W7U?=*]9/@%?
RO6ZZ)54F*6'S8QGGO?P%L@MYS1> M%BZF)9S\Q>)K_U05\B0O$YH-I GY_J=$DSL!4?)OG28!O01G]_IMN:7_4&0039F/"'$R8BPGSD& 5F[5+F[6;Z*,G)FA(_,J MR6$+\09JFOJU&?
9=KS58+K(R4?IGQW:D#=3MH6M>U] -JZMI1_7LLR3G=0W3 MU#JF_HKE-K[*I2E$@E52V"E3V&GL]6)*^T5.#AEU26ED7OJIQX39F# '$^9B MPCPD6,4R5FD9ZX-,+A:FS3!A-
B;,P82YF# /"5:Q6;>T6;=Q9'J$=*$9Q$NR M!IXM26,?")N%P3*;:>H,DQ,[#9-%8\Q+77 VG(,9SNV>F\"IAJ5)/3*)/0: MDS"62P0N/ZXD#.@L" /Q7-?MO;-
S=&.42[O];#@',YS;.Y=EKZE!E6Z_*;O] MYIVSLGQV'X0@5\-R!'WBP7()O'89.&Z,=.D@B@FS,6$.)LS%A'E(L(J1=&V_ MFZ%]D-FZ: B2TU!I-BK-
0:6YJ#0/BU:UV\'FF8ZX)!PWTR[V#";-1J4YJ#2W MH!U.2NDJ-7LZFIRP E<-8>P-8;Q_*GO@;+[Q:Y>:S:B+'8))LU%I#BK-1:5Y M6+2JB?;F?I'V<_443!05#9FF1V0)[+=FUCD
M.\9E:7D(_S4[>CXJ'^O]B5Y3;NM]IZ[\5N_TW?RP_-432S]CH;5?9/R_Q*X MIWP9R"$[A(5LGM;JRK]V>'[PGM\(MLZ.<6=,R-[-+E= Y\#3"O+Y@C'Q&PO=V]R:W-H
M965T&R44RD?D@">\\S >9ECWC#C+>,_TC6 M(#^C,$XO.VLADI&FI?X:(IJ)>LP1B^V4?6:!^]M/=<_>7DR]S%2*0O_#A9B?2>D9 M=L@"EG03BANV]:
XH5[&\UF8YK_)MFBK=X8_206+BF Y@BB(=W_IS^)" [ 48 MUH$ LP@PGP68AP*L(L!'Z'F *".@6 =U3 WI%0._4@'X1T#\U8% $#$X-&!8.
MPSR[NW3DN9Q102=CSK:$9ZTE+=O(!9%'RQ0&<:;=6\'EIX&,$Q.9\Y#>,TYS M)5VM.(!4IDC)&;FC/V!!R?L9"!J$Z1]C3<@.LS#-+^#3'=P\ #?(-8O%.B5V MO(!%0_Q,'6\!=BW?
4\1?'XCUU_%!U IJ\TN7E-I\N]]14$F?GQ/+^$!,W32( M+^%%7<+#1>D"\L/O,/-2%WV4*>^H4[BKG@=K:E! E MKVU"_&$V)LS!A+F8, \)5I-OY1+_XT4ECZFS#!A-B;,P82YF#
/"5:3V:"4 MV0"QL$R5L+9:V<%ZBAHQ.#;W.T<9[DM&5ACTE\4!Z=QJ:1B6:1B^HCB0_YZ> MN^9K*I_-?=B(P)=YF[(HH?$C^1Q$@6A\F)DJ^VV;,4R8C0ES,&$N)LQ#@M5D
M=5*ZN*-%)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)$+-)
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@$G92K"M,4U4PY3\ M0%MOD"[>#)3F@M*\BK8]-8VU&R'0M $4K5U*C5V)S7;E+7EDLI 8?SY!=_.Y MW*.>%-O7+X3+*EH7D]X'NBD*9F?RTTV']E
[&VHK"]00!:6YH#0/E.:#T@(H M6KO\&D,4@QNB&-00!:6YH#0/E.:#T@(H6KMN&D,4FPW1[ZQ\-SQQG5$V^[ M2AJ#%IL-VKU5(J>MF&GW96;BT04!27-
!:1XHS0>E!:_H*E<9SW*5D9N&DL8* MQF8K>&^1R%$DSD.VSM0RNQQ,5I7CKZT<4+\8E.:"TCQ0F@]*"RI:ZQK)[OT) M[4)IO&!LOE'R5JZ+$\8C=+?)9$5O_\\Q*A6Q9\X[VOF%S
M\J.+XM"\'FA>'Y060-%*P?M;#V:FE"^*9VYS5"Q&RB?=ZJ/U<[W7Q=.L.\=O M[(N9K3GNVA=>^=1N@R\?(GY/^"+.&PO=V]R:W-H965T>KDQY9WOZS2'@NH;68+
+VNI"FJPJS:^+A70 MK (5W ^#8.@7E EO-JG&'M1L(K>&,P$/BNAM45#U. 6",/XM^;T&I<6>-P^L+^M[_A#J?@>5+)=?5+]G7MH%'TJTVLJC!&$'!A/NGWVL=C@!A M_Q> L
:$YP*B&A"="^C7@/ZY@$$-J%+W7>Z5<#$U=#91:$)%1A92&"8V(%(&FKPA2S=_B%QCLRPY6%/* MR5^ U2'OA)NIMN17,1C*N+Y&U,=E3*Y>79-7A GR3RZW&KGUQ#<8L?
7KIW5T MX\DU240&60L^[L;?=N!]5*J1*SS(-0\["9=0WI H>$W"(.RW MQ+,X'QZUI?,R[\FSO9^($35S)ZKXHF?-G9CIE$N]54"^W*^T4;@G?&V; LY) MO]V)W2?
O=$E3F'JX$6I0._!FO__6&P9_M.E_2;+XDF3)A73GD>[63@>#R;^[K@@+4:CV^C4*/[9:#R(PE.CI,UH\,/H1)A!(\R@4YB_ M2U#43EJ7\6NRKTX6R-[0'7[9 )Z%]K1M+(@!59 K5.P1J-
+7;;ITN^P[)!F1 MPNU-0Y+1QS:!%]U$@[.)XDM%E%P@HI,Z#9LZ#3N9WS)!10J7K%*WP]Y!E&&= M2UM]NBD"Q]!6CY?[3I[A^T3Y4:/\Z(4K),.-WFXH!.V 4+PDL-:S>NXB)&..?
4WBBQ%D\ M21>/T\$_ND(6H#;5W5V3*AEW(VA&F^?!?74K?C(^[]TM>BWC,3XGW.W_![U[ MB[RG:L.$1DW7Z"JX&>$FH]S]WG6,+*L+[$H:O Y7S1R?1*"L 7Y?2VD.'>N@
M>63-_@-02P,$% @ &X)F69,,^3RV P @X !D !X;"]W;W)K&ULG9==;]LV%(;_"J$56P(TD4C;^LAL TN"8 -:+*C; M[9JQCR.N$JF1E-W\^Y&2(KD5)7FYL41)Y[SO(5 FCT+<^X6GFI
MUL6-[ZMM"CE5UZ( ;M[LA,PZ-$JLQS*E]N(1/'E8>]UP>?V'.J[0-_O2SH,VQ ?RD>I6GY;98=RX$K M)CB2L%]YO^&;6S*S =47?S$XJI-[9$MY$N*K;?RQ6WF!=009;+5-00 M93:3\?
%OD]1K-6W@Z?UK]H>J>%/,$U5P)[*_V4ZG*R_VT [VM,ST)W'\'9J" M%C;?5F2J^D7'YMO 0]M2:9$WP<9!SGA]I=^:CC@)(&0@@#0!I/)="U4N[ZFF MZZ441R3MUR:;O:E*K:*-.
<;MJ&RT-&^9B=/K.Y'G3)MNU@I1OD-W@FO&GX%O M&2ATA3;U:"&Q-Z_R@O*77Q1Z*'4I 7UDG.5ECCZ Z19TFNGB'C1EF;I$[Q#C MZ',J2F6RJZ6OC6>K[&\;?
[>U/S+@;P/%-9H%[Q$)R!Q]V=RCBW>7WZ?Q3PL^5&%70+*\],!P7R -[ZYY]P&/PZ M8F_6VIN-95]7U5[H5 *@W Q)JBY=%NLD897$SK_#FL3Q8ND?'-+S5GH^);UP
M:=51BQ,MC*-DYA9;M&*+*;'0);;HBQ$<$[=8V(J%4V*12RQTB"WBN5LL:L6B M*;'8)1;UQ69!@-UB<2L6CXI]3L$@>:]!NB3CGN1\%@\H)JUB,JXH-,U0R7=, M;47)-
>Q05F&@H"\5 UQ&DIZ111C;/X#+"0XZA 6C7CZ 4C>HFH5E+9#F.D68\KM /<<#*EW2,.C2&K& M9%_#.6_@/#TJ3=;O_A]A' |-2X

[-"'Q]DW!%KR-M M27_/9A?!']SX)SMZ>SKZ2.4SX\KDWYNPX#HRYVYHCWWK_P!02P,$% @ &X)F6<_ L%<,! 4A0 M !D !X;"]W;W)K&ULM9A=CYLX%(;_BL56JQEI
M&CY"2#*;1.J$CEIINXJ:G>W%:B\<.$FL E8EF?&F"3&8J;J5FPQHYF(2 (KAG@6QYA]?X"('N>&;9PJOI+=7N05 MYF*6XAVL03RE*R9+9J42DA@23FB"&&SGQ@?[WK='N8%J\1>!
(Z\]HSR4#:7/ M>>%S.#>LO$<002!R"2S_#K"$*,J59#_^+46-RF=N6'\^J3^JX&4P&\QA2:-O M)!3[N3$Q4 A;G$7B*SU^@C(@U<& 1ES]HF/1UIL:*,BXH'%I+'L0DZ3XQR\E MB)J!
[5XQ<$H#YZT&P])@>&DPNF+@E@:N(E.$HCCX6.#%C-$C8GEKJ98_*)C* M6H9/DOR[KP63;XFT$XLEC6.)?RUH\(QN?!"81/P6O4=/:Q_=O+M%[Y")^!XS
MX(@DZ"DA@M_)2OG\YYYF'"U-&4(7AG,)X<#H%'V$S0,[T#CF6X[;T9_D6\_%5<[_;? WI VM-O-&-,/J MHPR5WO#:1XDPYXANT3?,&$X$H@RI&8G^_ETV19\%Q/R?
EGX^%+INNVZ^AMSS M% $LN7\L/"G5@S\] "951!&75"63%RP +0*I*]D"NY:"/2 M*=&7B$XQ7Y-8 YU7H?-^TOST=/+4*>9K$FOP'%<\QYU#\8\LW@#+@09%.N)J
MPG(:A>A&9IHB_]RV >T4[@NT$!O59MG0<5UO,JUF6L%*D],&JTG%:M+):EDC M=(=21N2"EDIXBE&)+./AN:X56Z>/OM@*L7$-FST>6.,+:)I<-J!-*VC3'ZQU M- (.=HR&B..
([@<;&V0IJ\7W>ET:%G-P):=KOM.0TUB#4JV==X,6EH292E3 M1S-ZQ:7;5U\PNM2:9&K;9+M?MD3_H16#]X]9OH,])8)65IW"?>>:5C5?EUH3
MJG.&ZORD/%H*ZX*J4\W7I=:$>CX[V)U;:4T)HMM);\##UA3A7:0(74Z;Y,ZG M!+O[F'#>AG (,D8$D8?> $>1G.";[^A8#%+^HRU)MY?>Z-Q7FQ+'LUS/\D:7 M]#3Y;=(['R?
L[O/$QQ=@ >%0#CE)\0SL#>--ZTFC5*N/-VM@V9? M)XAS-HE M3 QLIRZSY/BA62**^YBJMKHP^Z"NBPH*RZP MBH*@J;K2V5 A:*P>]X!#8'D#^7Y+J3@5<@?5->+B?U!+ P04 "
;@F99 MA/Y.L)@# #Z# &0 'AL+W=O]6C=J^=F"2H 6;LYUD*_7#UP8"M &Z MG'1O !O/S&^&X8]97AA_%$< B9Z*G(J5<92RO+LI/,,PH/'(E341#^90,YNZP,;%PG
M/F2'H]035KPLR0&V(#^6#UR-K-9+FA5 1<8HXK!?&6M\O\&1-JA6?,K@(GK7 M2*>R8^Q1#]ZE*\/61)!#(K4+HDYG> 5YKCTICG\;IT8;4QOVKZ_>_ZR25\GL
MB(!7+/^WT"3D:W\)RT5U1)=Z;> 9*#D)R8K&6!$4 M&:W/Y*DI1,_ =48,G,; J;CK0!7E:R))O.3L@KA>K;SIBRK5REK!950_E:WD MZFZF[&2\E2QYO-
NHO%*TOA">"G2'MO4C0FR/JOOHG[(JX5J7,)-?T(O7($F6 MBY=+2RH([>YT6(8)&Q!PDD0I2![R.94)+P%P4'@NGBD M)%%+$DV7A*;_I5&BVT:)_ C;V!G&6;0XBTF<3R!T50A-
$3R52JK50#)T5M// M9EO?J&P/I MW?H,7'TST;6_:R5YX%D"@TCX?Q G['38SEQY.HD4E4I3JS+J>G:Z/9A '2#L MU=0)3=<;*6@G['A2ECN9FLM3N]6/N@.R37>$I]-
Q/"WD/;V:2^3=$F'7],(1 MI$[(\;22]Y1K+I)_B^1BTQF14MR).OZ)JO\@87.Y@H&'YYO16#=U&H^G17Y2 MR^9"A@.0@;F(1B [^<<_T?^^I,V%BH9>PYMOH]7;CA;
#]6F6Z"$G:BL=Z;M M;+NQ7]?;V6YY_5?PGG"E'0+EL%>FMAFJGN+U1KL>2%96F]L=DVJK7%T>U<\) M<+U W=\S)J\#':#]W8F_ 5!+ P04 " ;@F99YGIV:9L# "B#@ &0 M
'AL+W=O;JS8KQC$@UY&M7%!Q);)RRU T\ M+W0S0G,G&IFY.QZ-V$:F-,<[#F*3983OIYBRW=CQG>>)>[I.I)YPHU%!UCA' M^:VXXVKDUB@QS3 7E.7
<35V)O[5S.]J!V/Q0'$GCIY!A[)@[%$/OL9CQ]., M,,6EU!!$_6UQAFFJD12/[Q6H4Z^I'8^?G]$_F>!5, LB<,;2?V@LD[$S<"#& M%=FD\I[MOF
54$_C+5DJS"_L*EO/@>5&2)95SHI!1O/RGSQ50APY^/T3#D'E M$+S6H5,Y=$R@)3,3UC61)!IQM@.NK16:?C#:&&\5#2J[=4^T+7PF;W>O=-"IU.GI&/P.J?P
M$L+Q8F%2,F.9.K""F"T_X4K,-:I#)&&QAV.[.[(WTR:%\.]?"A*^2LS$?S9] MR_6[]O7UQ7$E"K+$L:-N!H%\BT[TQSL_]/ZTB7,FL(94W5JJ;AMZ],!2)4U* MY?
ZC/APTVV2V>$N0H0'1]]HV\B[#;F_D;H\#L5KUA[55@V&O9MA[/4/R=(IA M"3)HKAV^(-BS$1R&=H)A33!L)7A/Q>/%BB,"50=5I4@")Q);]0PM1+Q._P5= MNU773K=?
T^W_3[JGQ>W;B/R4?KM5QTYW4-,=M-*]IEL:8Q[#GF(:V\@-?L[\ M"V)M%@U2PYK4L)74[>G,MCJ^]68X$U@C1M\[?-B\WWR-5@3.I-:YT)IR'=4! M?NNFN'DJ5&6E-%"G*H/W-
(<]$BX^6 -OA^J5KA!"9C[4UFA_!:(98G (,6C? M]Z>OB';/-Z?R3&C-. _U@_^["PC_K!7$N=":D2VL03U4=T+WW-9+3DM@DG*& M!&P6SA+?KG!L#.R*1PI'>=)&)I0GSI]-
YTN^<#Q#! 5DRK@@^G. ]U 4QI/F M^-XX==H]C>%I^]7[1QN\#N:)2'C/BV\T5[N%,W50#ANR+]0]/WZ&)J#(^,MX M(>TO.C9K/0=E>ZEXV1AK@I*R^DM>FD2<& 3^@('?
&/B6N][(4GX@BJ1SP8]( MF-7:FVG84*VUAJ/,G,I:"3U+M9U*UXIGSS.EDMHN14N31JI^H*L/H @MY+4V.%OUP*B2Z.I^_2"OYZ[2H&8[-VN@5C64 M/P U0U\Y4SN)_F(YY/^U=W6
;93^:Y0K?]3A&JH)"KP_D._Y(?H=N4CNB #9 M?$9V"-H\!G:'8&"'O_?E$PB;L?5#K]N:L_82]GLQ3_!65B2#A:/?F 1Q "=]
M]QN.O3]'&,.6,1SSGJY@2QFC;*OO<4%8!NB*LH;U&OTS0EW[C:Q?!\X/:1 ' M$8Z2N7OH 8I:H&@4Z),@S-R9MV)$9QA^$":)C_LQXA8C'L5XU+=74Q"6:YTI
MP+Z%MR+%9T@WV(\Q#@92D[1,R2B3EIP-T$N2DYR3)'X2>EX_R+0%F8Z"Z"?X M*S=F>GYC9K,P" >.:M;2S,9I7BJP,J,X.NAC>S//[#(>['7ZZ8T^_&]6]R&_ M61Y
Z/\Q])%0@1Y)L0=$%-*B#$85[%5'E9:(M6'LU43O?] &?/)'@"]5A[W, M+;)-J\EOIYR] =0;)*=)CB;Q0(;]#LQ_FTISC<=T_%Y-+R>*S"]\'YIZ49R6(K2U"))-
&Y$77A67<4KVRQ]\25+AUM+=1!F@9[?<*Y> M.V:#MOQ/_P502P,$% @ &X)F6:.R^,>5 P @A !D !X;"]W;W)K M&ULQ5AM;]LV$/XKA%H4H+;!$[Y:=V@)B2]T*K$ 0
MM]N'81]HZ6P)D425I.WDWX^D%%56&"/-!!0&;)*ZYSG>BXX\SX^$WK$,@*/[ MLJC8PL@XKZ],DR49E)A=DAHJ\61+:(FYF-*=R6H*.%6@LC =RYJ8)%WD%-Q2Q?
5EB^K"$@AP7AFT\+MSFNXS+!3.?TX5AR1U! 0F7%%C\ M'& %12&9Q#Z^MZ1&IU,"^^-']D_*>&',!C-8D>+O/.79PI@:*(4MWA?\EAS_
M@-8@7_(EI&#J&QU;6E&KP6X+U4@]\"E.EF8[MR7(0Y#N>4'!&5TH)-#I3W%5KX*Z]DHJPY%4]S M@>/AFI/D[F(I7)VBZR.F*4,7:-UD#2);U'^^(J7(3X95A.-[.0;T/@*.\X)]
M$+AOZPB]?_L!O45YA;YF9,]PE;*YR<5&I3HS:3>3>U;#;E/+,I%WTA%<\8BJL4 M4@T^.H^?G<&;PD&=EYQ'+RV=LX1KJ"^1:_V&',OQ-/M9O1SNZLSY?]KC5VL_ M<8;;I8RK^-
SG^#),X6+S-"6N*<75#D09X6CS@/IR-_A!+:L40__\*2C19PXE M^U>7'8U^3Z]?ELXK5N,$%H:HC0SH 8SPW1M[8GW4A69,LFA,LG@DLI,@>ET0 MO7/LX5?"<:'S?
0.;*)@\90ZAXTTGUMP\]) VJD0H\?W8J%3V5"H*I->"*GTI- M'=OV.JD3^_S./O^L?;?"8Y@F&1(52!PB>PDB+;UH\6P7EMP!Y<(U8Z,7OB3@>50R/F.C/?'90.G9CG]I0V5IJ]GJH$NE/-
+$,) MV5>\N2MWJUW#?*W:Q,'ZTKY:V9KU2#;8JH?[0=]TYU\PW>450P5LA2KK,A!U MCC8-;S/AI%8=W89PT1^J808X!2H%Q/,M(?QQ(A5T?SN$_P%02P,$% @
M&X)F66=5.65+! $Q, !D !X;"]W;W)K&UL MK5AMC]HX$/XK5JXZ[4J]J[&^<5P@%2(52MU)Y0N;W][&"4]KB"OG8CO0NB?H+9G0Y_0\]N[# M(6S:B4Y_,)!#?>&7%%,C*XMF4OE\=\ MQ:7!44=G*1,D\"'?(Q(Lq(&'1'/P8K9C7:8^.0'G6$^&WP8@)&G)O^FK5G8GSw`}>
```

```
5\@=N9Y['EF/'8\W#/^)C:42O0C33(Q,C92;@>F*98;FA+QQ+8T@S+V1JL,<#[=D31=4/F_G'%IFS1+%*60I_B6+!'%+]I7MMA RUQ( MEE9@F$$:9^4_^5$)<0( 'CW K@!V$^!>
#@5P+EU!+<"N+>.X%6 PG6S]+T0 M+B22C(><[1%7UL"F'@KU"S3H%6,30E#!W-0-S6#G=T[OS:Z+/_/?]J9&$Z= M14[!YUS*HCREG$C&![K(EEA7CU65<""V9$E'!I0Z0?F.&N/??
[-\_(=.UB[) MPB[)9AV1G07 K0/@MK$7RSB!!:F3OT3Z!5+M&[OQHX5[5F /S=VILAJ[(' | MY]PLU)@YN(]M?&XWT]C97L^S:K,S1[W:4:\UTT*:,2B#%W/-ZS+7NB0+NR2;
M=41V%@*_#H'?FFM3EJ:P,<#6M'P[%'HX@@@)E3W.UN@.*GW9?:^+4$GNG>2% MY3JNA0.[D6E3C:73\UW7<]Q&3NHX;^H5J7KO)^L'KN<'_7Y#*HWE!:ET
MG+;7#QS;:TBEY6R3JE]+U>]2JJ@Z=%P1JW^S6!K+"V+I./5B:3G;Q IJL8*; M*CO:@D*%^W7RY"(Z]FHU*:E[IS48/_G-=::UZC6VAU!C93WUF^M+RV5=T,#"
MQU,J_FD5ZKRXKD/%?DT(O=D[)71F&BGT;!>U.#FQ6ZU:S#E]_)2K8RQZ(9R3 M3&I=;B7YV9VP4[:P4[995VSGX;"/X;!_Z412P;L*1)=L8:=LLZ[8S@-Q_ :Q M6D_8L"
[B'9$4;1,8(Z691##,XZI<*?MRI8AKNT@UQFDAMWWL^MCWFL7BO25N M%@H-&79AK\%^LU:TD95ZF"W.3:6'/L8#MM^?><[31D4SKQP$MLG^_[?-_E[M*]
M5(^Z!##D4'&AIT%I3'T=ACHOH:)Z)&L0>+.1JJ(&CVH;ZEH!+1RHXF$<19=A M19D(LM39EBI+96,X$[!41#=51=7O.7"YGP;CX&AX8-O26$.8I37=P@K,UWJI M\!1V+
6K0&@F!5&PF0:S\?5B8OV=PS<&>]W;$ZMD+>6C/7PNID%D P(.N;$, M%)<=+(!S2X1A_&HY@^Y)"^SOC^P?G7;4LJ8:%I)_9X4II\'[@!2PH0TW#W+_ M"5H];RU?
+KEV7[+WOI=7 88!<0N(GP,F)P!) M"TB<4!^9DW5##O MQI?1AR&M_XGLB?))IWSR$GLV$X85C#>N>C3DC6*&@;X@<,AY@S^;G&'E^!HZ M'\J$IQ_[>K4S:)?
%|>A=&N[Z$H>\HIZ7CSWL]44%:NO&A2:Y;(3QM=59NXDT M4'RU\:/^;NJ-HRH0F'#5)B"-CGRH\.?S"R=MVWE@9[V6U+G+:@ MK />;Z0TQX-]H)O?V1]02P,$% @
&X)F68':T%=9!0 -"( !D !X M;"]W;W)K&ULS9K;;N,V$(9?A5 7119(8TD^)5G; M0&(=&B#9!IMN>E$$4!2J6I. ;Z\!T=(MN)0MN+ =J;1)0XWY":W\,1
MI=&*BV]RR9@BSTFC(3# :ED9) MW+%-<]!):)0:DU%Y[EY,1CQ7<92R>T%DGB14K*]9S%=CPS)>3GR)%DM5G.A, M1AE=L >FOF;W
EJ=AA)&"4MEQ%,BV'QL7%F7OM4O#,H>CQ%;R:UC4DQEQOFW MHG$3C@VS&!&+6: *!(5_3VS*XK@@P3B^UU"C\5D8;A^_T+UR\C"9&95LRN,_ MHE
MQ\:Y04(VIWFLOO#5KZR>4#G @,>R_$M6=5_3($$N%4]J8QA!$J75?_I< MWX@M ]M^Q\"N#>Q##;JU0?=0@UYMT#O4H%\;] \U&-0&@U<&W=X[!L/:8%@& MJ[J[96@\$"Z!(%-
"8/"8UC5<_L=YUV@IVHIB9N&+&RQ=_7V%QK[#MR(YF[8+W?CVM8"[Z@X M(Z9U2FS3[I&O#PXY^?"Q;5YZS /+SDC7W(MQ#L=T-1@79S0>SFC\?;=XO;G# M<_7S3];P_!-
ASZI*;W_SK$A1FEAV&V5W2T?==Y4M,RY!Q[[@>29/R4T:Q'D8 MI0O27/IM3FYYNOCE%GX%(;F2DBE)_KP%$KE1+)%_M=I6SYO>[WJX2,-:D<3_483?:TF;IF47)P2J |+ M04""D?
DL9E @G8(T4D6A02@4BN2?)N.UA5SKY=B08\(<3)B+"?,P87X%ZV^+ MT;XX[S=2VU'H%'0*N.AUH+1#&1M(5=:WYLV#%A#B;,Q81YF#!?'S_+A-1=
M5)F:3#%LM##\X4R1YLF,B6*]J$H@212OZJ(0\H:^0*J$I/5]K) P0XFS,6$ M>9@P?_@F?]CMN>.\TCE7+Q;X2S=G;P[UXN_[V^MWAJV)P M+\='FMA.8"QSLZ-B:D:D/S""5?
$8QK&GR#9X)[$3U1J/.G/,EHNB8GQN/U_=1H M+?KUY&-#@DIS4&DN*LU#I?E8M%W];.W(6?_-QD7M%TM=F#0'E>:BTCQ4FH]% MVU67O5&7_?_8P*C'L>?1?JH?
[M$RPJ2YJ#0/E>9CT79EM-E&HA M\TA(!=DG29@((EC)8#5CK2I W0#=,VYXQE\S*MJJ9 =U(.Z/#\1#'8B/1=M5 MRF;+U-+OF6(\O^A='"T1U!U35)I;TW:R2:__-
I>@[H9BT2J%=+;>4<-O?U%^ M?B A$^2IJE[J-6>;3QRNRA?[K\Y/K4O':CGO6I=>]0'#!E]]3W%'Q2)*)8G9 M'%R99T.8F*@^4:@:BF?E&_(95XHGY>&24:B.B@YP?6QECNJ7K
MPY;.(;5TC\ZY1])U+3*LS5JPVP5C)EJ50M8CLC"F^A#']6S!2EI?J(I)BQ1* ME]38KI['=:49S6L@E2+N=3II7%(NR7@HE^5U:>IHII;2C$B_#47^]CD?D6[Z MGD1>;J)R-
B+W9V]_+)6Y>A/Y^\F[DY/._?G58?S, >H3IBW"SX>%@HN5WWA/B 5:8EBQZH M&)$)%7RJ.; *6G*Q]N$>!&9**!T9N^$V51VXP2[X"(J:]MVZL@[GFJZ[O3[9$MS-
M)IDJG3/=INF236@\%*P .YK/%W WJHH!-$:5MI%S.E>2.@\;1M.PLC,FQ"T\ M*-^+/>U5L;-G'=@QV3:MH:;I97P']'?5O/:N;.]%NE'%'Y3YM+33D:X/E$O2-"&XW@*#8B MW^!0)
[9)H^F2"\-ETUOP/&?RT4G!RALZM0?U/7T[/F<%70ISUX(CLFU_93E? MEED[Z@86HAFU;7^!Z773]AQHN&=F&S=I<0#A$KMT51C". MQ\((8%@>S
'&\2PLS_\TGP$Z'X]AW@9!9(!R!BC'LT+(Q'VP/&%.9J_P3+,L M2=(46]')).A@@JU;FL(WK(9Y P:6!S+]V5KCNXU7R--U@.WI4Q6"S12O1&RF M^%H#$EXW8&19>+>Q/,#
=@&K'<@?S@,U%>8D">PJY@U[@G$DRS $:C%1AS!'( '#$D2]QX\>!_%F_=4O/WU:OP; M4$L#!!0 ( !N"9EF7BKL

-8?20$3;8T.P6BP^0"X99K>] M9!:G#HOKAY CO!^7(2G|\_>/MH['9IS)9\:Y1VTVSC_>YZ-')\ M(QKF_C8[H>'(RMB&>2C:]'MM:V%%<,%YP
M+XV&RE#Q(,6C^WT\%,E>.KF42OJG:=9]5R(CC=2RD=]%/R*%SV6L(!>UMW MC"EY="VT$S6!;\XH60-'36Z88IH+$D$6"&0Q(.2_1019(I#E()!5P(&?1I 4 M@:0#0O8B>85
7@T)64:0$P1R,B0DC2!?(9"OAH2\BB!?(Y"OAX2<1)!O$,@W M:2$KN=82SF7:DQGGIM4>%$(6@,NE<'$R'V/9?)P6\P.3ECPPU0KR63#7VI!Z M? \/E4UBVWQF=BO
W$J02O#62O\L=IAD\L26F?'_6KAHJ"=,U^2K<()9OND* M\YZO,F:U[T<(LDB?6R!VT^\DX1Q8P=JTV MS/8Z Z:./+$[YC#*=UYZ2'3$K,C""JY@H@&3!U(U3,68F#SRQ/98L">R[\+7
M_3R,K.?2<65"AH['V)@[BL3NN-5.UO" [RVK@]MFUC+HM\^32X$)I$@L$%3# MO?%K@,CY%\Q)2:4(KE03@OO)VB,B2FE M> &EG/4>N8@Q,.,',4R8VS^D\!)!MTS#[%&-
B\BF'F+T YAVS(3G%F)A\RB'G,?W5 M,G2Y;*!Y# 3T1IIUC(G9IQS*/O!Z,FUB3,P^97+[G,6\9]M8DB5FGS+YJMGY M:$)GCS$Q Y7)U\T0S'X7PBQ4)E\YPX8"8O5<2DP]-+!\
<,]X+H9A\:&+YG)A77)+W3/&V.SG&Q.1#7W[Z\VN, MN>]MR5),/G3(I;=^%\+D0SOYC(X[[5822WJ.[B$@WIHC2\L"1^'_0%Z%1;R M5JU2X<%]T9\,JX\;^<<_(;S[ 5!+ P04 "
;@F99CF$X^KT! !Z'0 M&@ 'AL+U]R96QS+W=OH=][M#FE;KG-NW$-)\'?=UZC=M/)R?+)MN7^?SLEN%MIYOZU4,.AB,0G<_ MHWJ?
W,_LS4YM_,_$9KGQT/^8W#X:;IM6L>8J]ZL[E8Q3ZMPW-UN MIW"Y2/\|N>I]+J95][F0*I0.4@C2\D$&058^R"'(RP<-(6A8/F@$0:/R02\0 M]%(^Z!6"7LL'C2%H7#Y(!BCC@"#I
6L"K06Y%@*O!<$6 K$%R18"LP71%@*U M!=D6 K<%X18"N07I%@*[!?$6 KT5]58"O17U5@*]]>%GFT!O1;V50&]%O95 M;T6]E4!O1;V50&]%O95 ;T6]E4!O1;V50&]#O8U
;T.]C4!O0[V-0&][V"PA MT-M0;R/0VU!O(]#;4&\CT-M0;R/0VU!O(]#;4&\CT-M1;R?0VU%O)]#;46\G MT-M1;R?0VQ\VNPGT=M3;"?1VU-L)]';4VPGT=M3;"?1VU-N?J7?*IUU,MY[K
M&H]NGDEU/K\;;Y^_+*\W$>?A!>< 1ZWOOU!+ P04 " ;@F99G"O3#[T! M !W'0 $P %M#;VYT96YT7U1Y<&5S72YX;6S-VUW7VSI;#)^VUKRO4U= M-7Z2%"'8!\9\5E"M?6HL-
7%D;ERM0WQT"V9UMM0+8F(X'+',-(&:, AMC60Z M?]*Y7E6A][R)KWUIFDGBJ/))[W$WL3?4@;[A#2N[.;X MHK2^'RC3S>9E1
M;K)5'9>DWCK2N2^(0EVENZ+]\|DA[C#MKOSJ_*[,N< X<^:,]?'$'%T>=SB2 M=O7 QD+D0GG^$X^)L?35WT?M:>>4_S([;N^'<UKKLCGDL^Y_Z_034$L! A0#% @
&X)F60=!36*! M L0 ! ( ! &1O8U!R;W!S+V%P<"YX;6Q02P$" M% ,4 " ;@F999YE@R>X K @ $0 @ &O 9&]C M4')O<',O8V]R92YX;6Q02P$"% ,4 " ;@F99F5R<(Q & "<)P $P M @ ',
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!TT6QE&PO=V]R:V)O;VLN>&UL4$L! A0#% M @ &X)F68YA./J] 0 >AT !H ( !6% ! 'AL+U]R96QS M+W=O XML 62 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
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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 63 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a { display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; } .report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font: normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align: center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space: normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px; } .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color: #f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color: white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space: nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em; } /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note { font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; } .report .outerFootnotes { font-size: 1em; } XML 65 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 220 273 1 true 63 0 false 10 false false R1.htm 0000001 - 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Disclosure - Divestiture of Preclinical Small Molecule Programs Sheet http://www.denalitherapeutics.com/role/DivestitureofPreclinicalSmallMoleculePrograms Divestiture of Preclinical Small Molecule Programs Notes 19 false false R20.htm 995410 - Disclosure - Pay vs Performance Disclosure Sheet http://xbrl.sec.gov/ecd/role/PvpDisclosure Pay vs Performance Disclosure Notes 20 false false R21.htm 995445 - Disclosure - Insider Trading Arrangements Sheet http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements Insider Trading Arrangements Notes 21 false false R22.htm 9954471 - Disclosure - Significant Accounting Policies (Policies) Sheet http://www.denalitherapeutics.com/role/SignificantAccountingPoliciesPolicies Significant Accounting Policies (Policies) Policies http://www.denalitherapeutics.com/role/SignificantAccountingPolicies 22 false false R23.htm 9954472 - Disclosure - Fair Value Measurements (Tables) Sheet http://www.denalitherapeutics.com/role/FairValueMeasurementsTables Fair Value Measurements (Tables) Tables http://www.denalitherapeutics.com/role/FairValueMeasurements 23 false false R24.htm 9954473 - 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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": ["r39", "r603"] }, "us-gaap_AccountsReceivableNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNet", "crdr": "debit", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCostSharingPaymentsandReimbursementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Receivable", "label": "Accounts Receivable, after Allowance for Credit Loss", "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": ["r508", "r554", "r616", "r787", "r788"] }, "dnli_AccruedClinicalAndOtherResearchAndDevelopmentCostsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "AccruedClinicalAndOtherResearchAndDevelopmentCostsCurrent", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Accrued clinical and other research and development costs", "label": "Accrued Clinical And Other Research And Development Costs, Current", "documentation": "Accrued Clinical And Other Research And Development Costs, Current" } } }, "auth_ref": [] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Other accrued costs and current liabilities", "label": "Accrued Liabilities, Current", "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": ["r41"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive income", "label": "Accumulated Other Comprehensive Income (Loss), Net of Tax", "documentation": "Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source." } } }, "auth_ref": ["r13", "r14", "r54", "r100", "r452", "r479", "r480"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive Income (Loss)", "label": "AOCI Attributable to Parent [Member]", "documentation": "Accumulated increase (decrease) in equity from transactions and other events and circumstances from non-owner sources, attributable to the parent. Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r1", "r7", "r14", "r339", "r342", "r396", "r475", "r476", "r720", "r721", "r722", "r726", "r727", "r728", "r729"] }, "ecd_Additional402vDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Additional402vDisclosureTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Additional 402(v) Disclosure", "label": "Additional 402(v) Disclosure [Text Block]" } } }, "auth_ref": ["r660"] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid in Capital", "documentation": "Amount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock." } } }, "auth_ref": ["r49", "r603", "r823"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Additional Paid-in Capital", "label": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r488", "r726", "r727", "r728", "r729", "r761", "r824"] }, "ecd_AdjToCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Adjustment to Compensation, Amount", "label": "Adjustment to Compensation Amount" } } }, "auth_ref": ["r673"] }, "ecd_AdjToCompAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Adjustment to Compensation:", "label": "Adjustment to Compensation [Axis]" } } }, "auth_ref": ["r673"] }, "ecd_AdjToNonPeoNeoCompFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToNonPeoNeoCompFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Adjustment to Non-PEO NEO Compensation Footnote", "label": "Adjustment to Non-PEO NEO Compensation Footnote [Text Block]" } } }, "auth_ref": ["r673"] }, "ecd_AdjToPeoCompFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToPeoCompFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Adjustment To PEO Compensation, Footnote", "label": "Adjustment To PEO Compensation, Footnote [Text Block]" } } }, "auth_ref": ["r673"] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue", "crdr": "credit", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Stock-based compensation", "label": "APIC, Share-Based Payment Arrangement, Increase for Cost Recognition", "documentation": "Amount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement." } } }, "auth_ref": ["r32", "r33", "r286"] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalStockIssuedIssuanceCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalStockIssuedIssuanceCosts", "crdr": "debit", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofStockholdersEquityUnauditedParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Common stock issuance costs", "label": "Adjustments to Additional Paid in Capital, Stock Issued, Issuance Costs", "documentation": "Amount of decrease in additional paid in capital (APIC) resulting from direct costs associated with issuing stock. Includes, but is not limited to, legal and accounting fees and direct costs associated with stock issues under a shelf registration." } } }, "auth_ref": ["r8", "r68"] }, "us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Adjustments to reconcile net loss to net cash used in operating activities:", "label": "Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract]" } } }, "auth_ref": [] }, "ecd_AggtChngPnsnValInSummryCompstnTblForAplblYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AggtChngPnsnValInSummryCompstnTblForAplblYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table", "label": "Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member]" } } }, "auth_ref": ["r706"] }, "ecd_AggtErrCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AggtErrCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Aggregate Erroneous Compensation Amount", "label": "Aggregate Erroneous Compensation Amount" } } }, "auth_ref": ["r632", "r642", "r652", "r684"] }, "ecd_AggtErrCompNotYetDeterminedTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AggtErrCompNotYetDeterminedTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Aggregate Erroneous Compensation Not Yet Determined", "label": "Aggregate Erroneous Compensation Not Yet Determined [Text Block]" } } }, "auth_ref": ["r635", "r645", "r655", "r687"] }, "ecd_AggtPnsnAdjsSvcCstMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AggtPnsnAdjsSvcCstMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Aggregate Pension Adjustments Service Cost", "label": "Aggregate Pension Adjustments Service Cost [Member]" } } }, "auth_ref": ["r707"] }, "ecd_AllAdjToCompMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AllAdjToCompMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "All Adjustments to Compensation", "label": "All Adjustments to Compensation [Member]" } } }, "auth_ref": ["r673"] }, "ecd_AllExecutiveCategoriesMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AllExecutiveCategoriesMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "All Executive Categories", "label": "All Executive Categories [Member]" } } }, "auth_ref": ["r680"] }, "ecd_AllIndividualsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AllIndividualsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure", "http://xbrl.sec.gov/ecd/role/ErrCompDisclosure", "http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "All Individuals", "label": "All Individuals [Member]" } } }, "auth_ref": ["r636", "r646", "r656", "r680", "r688", "r692", "r700"] }, "ecd_AllTradingArrangementsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AllTradingArrangementsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "All Trading Arrangements", "label": "All Trading Arrangements [Member]" } } }, "auth_ref": ["r698"] }, "us-gaap_AllocatedShareBasedCompensationExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AllocatedShareBasedCompensationExpense", "crdr": "debit", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Total", "label": "Share-Based Payment Arrangement, Expense", "documentation": "Amount of expense for award under share-based payment arrangement. 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Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r17", "r96", "r563"] }, "us-gaap_CashAndCashEquivalentsAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAxis", "presentation": ["http://www.denalitherapeutics.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash and Cash Equivalents [Axis]", "label": "Cash and Cash Equivalents [Axis]", "documentation": "Information by type of cash and cash equivalent balance." } } }, "auth_ref": ["r96"] }, "us-gaap_CashAndCashEquivalentsFairValueDisclosure": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsFairValueDisclosure", "crdr": "debit", "calculation": { "http://www.denalitherapeutics.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesDetails": { "parentTag": "us-gaap_AssetsFairValueDisclosure", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash equivalents", "label": "Cash and Cash Equivalents, Fair Value Disclosure", "documentation": "Fair value portion of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r763", "r764"] }, "us-gaap_CashAndCashEquivalentsRestrictedCashAndCashEquivalentsPolicy": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsRestrictedCashAndCashEquivalentsPolicy", "presentation": ["http://www.denalitherapeutics.com/role/SignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Cash, Cash Equivalents and Restricted Cash", "label": "Cash and Cash Equivalents, Restricted Cash and Cash Equivalents, Policy [Policy Text Block]", "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": ["r18", "r72"] }, "us-gaap_CashCashEquivalentsAndMarketableSecuritiesTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsAndMarketableSecuritiesTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/MarketableSecurities"], "lang": { "en-us": { "role": { "terseLabel": "Marketable Securities", "label": "Cash, Cash Equivalents, and Marketable Securities [Text Block]", "documentation": "The entire disclosure of cash, cash equivalents, and debt and equity securities, including any unrealized or realized gain (loss)." } } }, "auth_ref": ["r738"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "periodStartLabel": "Cash, cash equivalents and restricted cash at beginning of period", "periodEndLabel": "Cash, cash equivalents and restricted cash at end of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r17", "r59", "r116"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Net decrease in cash, cash equivalents and 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 value because of changes in interest rates." } } }, "auth_ref": ["r0", "r59"] }, "ecd_ChangedPeerGroupFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChangedPeerGroupFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Changed Peer Group, Footnote", "label": "Changed Peer Group, Footnote [Text Block]" } } }, "auth_ref": ["r671"] }, "ecd_ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year", "label": "Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member]" } } }, "auth_ref": ["r668"] }, "ecd_ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValOfOutsdngAndUnvstdEqtyAwrdsGrntdInPrrYrsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested", "label": "Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member]" } } }, "auth_ref": ["r666"] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "City Area Code", "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightAxis", "presentation": ["http://www.denalitherapeutics.com/role/CommonStockDetails", "http://www.denalitherapeutics.com/role/CoverPage", "http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails"], "lang": { "en-us": { "role": { "terseLabel": "Class of Warrant or Right [Axis]", "label": "Class of Warrant or Right [Axis]", "documentation": "Information by type of warrant or right issued." } } }, "auth_ref": ["r30"] }, "us-gaap_ClassOfWarrantOrRightDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightDomain", "presentation": ["http://www.denalitherapeutics.com/role/CommonStockDetails", "http://www.denalitherapeutics.com/role/CoverPage", "http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails"], "lang": { "en-us": { "role": { "terseLabel": "Class of Warrant or Right [Domain]", "label": "Class of Warrant or Right [Domain]", "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://www.denalitherapeutics.com/role/CommonStockDetails"], "lang": { "en-us": { "role": { "terseLabel": "Exercise price of warrants (usd per share)", "label": "Class of Warrant or Right, Exercise Price of Warrants or Rights", "documentation": "Exercise price per share or per unit of warrants or rights outstanding." } } }, "auth_ref": ["r267"] }, "us-gaap_ClassOfWarrantOrRightLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightLineItems", "presentation": ["http://www.denalitherapeutics.com/role/CommonStockDetails"], "lang": { "en-us": { "role": { "terseLabel": "Class of Warrant or Right [Line Items]", "label": "Class of Warrant or Right [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares." } } }, "auth_ref": ["r267"] }, "us-gaap_ClassOfWarrantOrRightTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightTable", "presentation": ["http://www.denalitherapeutics.com/role/CommonStockDetails"], "lang": { "en-us": { "role": { "terseLabel": "Class of Warrant or Right [Table]", "label": "Class of Warrant or Right [Table]", "documentation": "Disclosure of information about warrant or right issued that give holder right to purchase security from issuer at specific price within certain time frame." } } }, "auth_ref": ["r30"] }, "ecd_CoSelectedMeasureAmt": { "xbrltype": "decimalItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CoSelectedMeasureAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Company Selected Measure Amount", "label": "Company Selected Measure Amount" } } }, "auth_ref": ["r672"] }, "ecd_CoSelectedMeasureName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CoSelectedMeasureName", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Company Selected Measure Name", "label": "Company Selected Measure Name" } } }, "auth_ref": ["r672"] }, "dnli_CollaborationAndDevelopmentFundingAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "CollaborationAndDevelopmentFundingAgreementMember", "presentation": ["http://www.denalitherapeutics.com/role/AcquisitionandResearchandDevelopmentFundingCollaborationAgreementDetails"], "lang": { "en-us": { "role": { "terseLabel": "Collaboration And Development Funding Agreement", "label": "Collaboration And Development Funding Agreement [Member]", "documentation": "Collaboration And Development Funding Agreement" } } }, "auth_ref": [] }, "dnli_CollaborativeAgreementAggregateConsiderationAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "CollaborativeAgreementAggregateConsiderationAmount", "crdr": "credit", "presentation": ["http://www.denalitherapeutics.com/role/AcquisitionandResearchandDevelopmentFundingCollaborationAgreementDetails"], "lang": { "en-us": { "role": { "terseLabel": "Collaborative agreement, aggregate consideration amount (up to)", "label": "Collaborative Agreement, Aggregate Consideration Amount", "documentation": "Collaborative Agreement, Aggregate Consideration Amount" } } }, "auth_ref": [] }, "dnli_CollaborativeArrangementATVAbetaMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "CollaborativeArrangementATVAbetaMember", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCollaborationRevenueDetails"], "lang": { "en-us": { "role": { "terseLabel": "Collaborative Arrangement, ATV:Abeta", "label": "Collaborative Arrangement, ATV:Abeta [Member]", "documentation": "Collaborative Arrangement, ATV:Abeta" } } }, "auth_ref": [] }, "dnli_CollaborativeArrangementATVTREM2Member": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "CollaborativeArrangementATVTREM2Member", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCostSharingPaymentsandReimbursementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Collaborative Arrangement, ATV:TREM2", "label": "Collaborative Arrangement, ATV:TREM2 [Member]", "documentation": "Collaborative Arrangement, ATV:TREM2" } } }, "auth_ref": [] }, "us-gaap_CollaborativeArrangementDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CollaborativeArrangementDisclosureTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreements"], "lang": { "en-us": { "role": { "terseLabel": "Collaboration Agreements", "label": "Collaborative Arrangement Disclosure [Text Block]", "documentation": "The entire disclosure for collaborative arrangements in which the entity is a participant, including a) information about the nature and purpose of such arrangements; b) its rights and obligations thereunder; c) the accounting policy for collaborative arrangements; and d) the income statement classification and amounts attributable to transactions arising from the collaborative arrangement between participants." } } }, "auth_ref": ["r83", "r85", "r91"] }, "us-gaap_CollaborativeArrangementMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CollaborativeArrangementMember", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsBiogenDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSanofiDetails"], "lang": { "en-us": { "role": { "terseLabel": "Collaborative Arrangement", "label": "Collaborative Arrangement [Member]", "documentation": "Contractual arrangement that involves two or more parties that both: (i) actively participate in a joint operating activity and (ii) are exposed to significant risks and rewards that depend on the commercial success of the joint operating activity." } } }, "auth_ref": ["r333"] }, "dnli_CollaborativeArrangementNumberOfNewContracts": { "xbrltype": "integerItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "CollaborativeArrangementNumberOfNewContracts", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsTakedaDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of new contracts", "label": "Collaborative Arrangement, Number Of New Contracts", "documentation": "Collaborative Arrangement, Number Of New Contracts" } } }, "auth_ref": [] }, "dnli_CollaborativeArrangementPTVPGRNAndATVTREM2Member": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "CollaborativeArrangementPTVPGRNAndATVTREM2Member", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCostSharingPaymentsandReimbursementsDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsTakedaDetails"], "lang": { "en-us": { "role": { "terseLabel": "Collaborative Arrangement, PTV:PGRN and ATV:TREM2", "label": "Collaborative Arrangement, PTV:PGRN And ATV:TREM2 [Member]", "documentation": "Collaborative Arrangement, PTV:PGRN And ATV:TREM2" } } }, "auth_ref": [] }, "dnli_CollaborativeArrangementPTVPGRNMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "CollaborativeArrangementPTVPGRNMember", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCostSharingPaymentsandReimbursementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Collaborative Arrangement, PTV:PGRN", "label": "Collaborative Arrangement, PTV:PGRN [Member]", "documentation": "Collaborative Arrangement, PTV:PGRN" } } }, "auth_ref": [] }, "dnli_CollaborativeArrangementWithFStarAndAcquisitionOfFStarGammaMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "CollaborativeArrangementWithFStarAndAcquisitionOfFStarGammaMember", "presentation": ["http://www.denalitherapeutics.com/role/AcquisitionandResearchandDevelopmentFundingCollaborationAgreementDetails"], "lang": { "en-us": { "role": { "terseLabel": "Collaborative Arrangement with F-Star and Acquisition of F-Star Gamma", "label": "Collaborative Arrangement With F-Star And Acquisition Of F-Star Gamma [Member]", "documentation": "Collaborative Arrangement With F-Star And Acquisition Of F-Star Gamma [Member]" } } }, "auth_ref": [] }, "us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems", "presentation": ["http://www.denalitherapeutics.com/role/AcquisitionandResearchandDevelopmentFundingCollaborationAgreementDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsBiogenDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSanofiDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCollaborationRevenueDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCostSharingPaymentsandReimbursementsDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsTakedaDetails"], "lang": { "en-us": { "role": { "terseLabel": "Collaborative Arrangements and Non-collaborative Arrangement Transactions [Line Items]", "label": "Collaborative Arrangement and Arrangement Other than Collaborative [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur." } } }, "auth_ref": ["r45", "r74", "r451", "r499"] }, "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://www.denalitherapeutics.com/role/CommitmentsandContingencies"], "lang": { "en-us": { "role": { "terseLabel": "Commitments and Contingencies", "label": "Commitments and Contingencies Disclosure [Text Block]", "documentation": "The entire disclosure for commitments and contingencies." } } }, 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These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r48"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnauditedParenthetical", "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, shares outstanding (in shares)", "periodStartLabel": "Beginning balance (in shares)", "periodEndLabel": "Ending balance (in shares)", "label": "Common Stock, Shares,

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from investments by owners and distributions to owners." } } }, "auth_ref": [ "r15", "r106", "r108", "r112", "r444", "r460", "r461" ] }, "us-
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financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for
example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and
transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary." } } }, "auth_ref": [ "r34", "r567" ] },
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The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'." } } }, "auth_ref": [] }, "ecd_DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year", "label": "Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member]" } } }, "auth_ref": ["r670"] }, "us-gaap_EarningsPerShareAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareAbstract", "lang": { "en-us": { "role": { "label": "Earnings Per Share [Abstract]" } } }, "auth_ref": [] }, "us-gaap_EarningsPerShareBasic": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareBasic", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited", "http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Net loss per share, basic (usd per share)", "label": "Earnings Per Share, Basic", "documentation": "The amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period." } } }, "auth_ref": ["r113", "r129", "r130", "r131", "r132", "r133", "r134", "r139", "r141", "r146", "r147", "r148", "r153", "r329", "r332", "r347", "r348", "r445", "r462", "r570"] }, "us-gaap_EarningsPerShareDiluted": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareDiluted", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited", "http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Net loss per share, diluted (usd per share)", "label": "Earnings Per Share, Diluted", "documentation": "The amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period." } } }, "auth_ref": ["r113", "r129", "r130", "r131", "r132", "r133", "r134", "r141", "r146", "r147", "r148", "r153", "r329", "r332", "r347", "r348", "r445", "r462", "r570"] }, "us-gaap_EarningsPerSharePolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerSharePolicyTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/SignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Net Loss Per Share", "label": "Earnings Per Share, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for computing basic and diluted earnings or loss per share for each class of common stock and participating security. Addresses all significant policy factors, including any antidilutive items that have been excluded from the computation and takes into account stock dividends, splits and reverse splits that occur after the balance sheet date of the latest reporting period but before the issuance of the financial statements." } } }, "auth_ref": ["r25", "r26", "r150"] }, "us-gaap_EarningsPerShareTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/NetLossPerShare"], "lang": { "en-us": { "role": { "terseLabel": "Net Loss Per Share", "label": "Earnings Per Share [Text Block]", "documentation": "The entire disclosure for earnings per share." } } }, "auth_ref": ["r138", "r149", "r151", "r152"] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Accrued compensation", "label": "Employee-related Liabilities, Current", "documentation": "Total of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r41"] }, "us-gaap_EmployeeStockOptionMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeStockOptionMember", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofAssumptionsUsedforEstimatingtheFairValueofStockOptionsGrantedDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "verboseLabel": "Stock Options", "terseLabel": "Options Issued and Outstanding and ESPP Shares Issuable and Outstanding", "label": "Share-Based Payment Arrangement, Option [Member]", "documentation": "Share-based payment arrangement granting right, subject to vesting and other restrictions, to purchase or sell certain number of shares at predetermined price for specified period of time." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Address Line One", "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, City or Town", "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, Postal Zip Code", "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Address, State or Province", "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Central Index Key", "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": ["r625"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Common Stock, Shares Outstanding", "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://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Current Reporting Status", "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Emerging Growth Company", "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r625"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity File Number", "label": "Entity File Number", "documentation": "Commission file number. The field allows up to 17 characters. 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This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": ["r625"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Incorporation, State or Country Code", "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Entity Interactive Data Current", "label": "Entity Interactive 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r350", "r351", "r361", "r592"] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": ["http://www.denalitherapeutics.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurements, Recurring and Nonrecurring [Table]", "label": "Fair Value, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": ["r350", "r351", "r361", "r592"] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": ["http://www.denalitherapeutics.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Hierarchy and NAV [Axis]", "label": "Fair Value Hierarchy and NAV [Axis]", "documentation": "Information by level within fair value hierarchy and fair value measured at net asset value per share as practical expedient." } } }, "auth_ref": ["r250", "r276", "r277", "r278", "r279", "r280", "r281", "r349", "r351", "r352", "r353", "r354", "r360", "r361", "r363", "r405", "r406", "r407", "r581", "r582", "r585", "r586", "r587", "r592", "r595"] }, "us-gaap_FairValueDisclosuresAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresAbstract", "lang": { "en-us": { "role": { "label": "Fair Value Disclosures [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FairValueDisclosuresTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/FairValueMeasurements"], "lang": { "en-us": { "role": { "terseLabel": "Fair Value Measurements", "label": "Fair Value Disclosures [Text Block]", "documentation": "The entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r356", "r358", "r359", "r360", "r363", "r364", "r365", "r366", "r367", "r442", "r592", "r596"] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": 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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r393"] }, "us-gaap_FinanceLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails": { "parentTag": "us-gaap_FinanceLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 6.0 } }, "presentation": [

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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r393"] }, "us-gaap_FinanceLeaseLiabilityPaymentsDueYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsDueYearThree", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails": { "parentTag": "us-gaap_FinanceLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Finance Lease, Liability, to be Paid, Year Three", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r393"] }, "us-gaap_FinanceLeaseLiabilityPaymentsDueYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsDueYearTwo", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails": { "parentTag": "us-gaap_FinanceLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Finance Lease, Liability, to be Paid, Year Two", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r393"] }, "us-gaap_FinanceLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails": { "parentTag": "us-gaap_FinanceLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2024 (three months)", "label": "Finance Lease, Liability, to be Paid, Remainder of Fiscal Year", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance 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Included in this element is interest derived from investments in debt securities, cash and cash equivalents, and other investments which reflect the time value of money or transactions in which the payments are for the use or forbearance of money and other income from ancillary business-related activities (that is, excluding major activities considered part of the normal operations of the business)." } } }, "auth_ref": [] }, "us-gaap_InvestmentIncomeAmortizationOfDiscount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentIncomeAmortizationOfDiscount", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": -1.0, "order": 13.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "negatedLabel": "Net accretion of discounts on marketable securities", "label": "Investment Income, Amortization of Discount", "documentation": "Amount of accretion of purchase discount on nonoperating securities." } } }, "auth_ref": ["r57"] }, "us-gaap_InvestmentPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentPolicyTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/SignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Investments", "label": "Investment, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for investment in financial asset." } } }, "auth_ref": ["r463", "r482", "r483", "r484", "r485", "r546", "r547"] }, "us-gaap_InvestmentsDebtAndEquitySecuritiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "InvestmentsDebtAndEquitySecuritiesAbstract", "lang": { "en-us": { "role": { "label": "Investments, Debt and Equity Securities [Abstract]" } } }, "auth_ref": [] }, "dnli_LRRK2ProductMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "LRRK2ProductMember", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCostSharingPaymentsandReimbursementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "LRRK2 Product", "label": "LRRK2 Product [Member]", "documentation": "LRRK2 Product" } } }, "auth_ref": [] }, "dnli_LaboratoryOfficeAndWarehouseMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "LaboratoryOfficeAndWarehouseMember", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Laboratory, Office, and Warehouse", "label": "Laboratory, Office, and Warehouse [Member]", "documentation": "Laboratory, Office, and Warehouse" } } }, "auth_ref": [] }, "dnli_LandlordOwnedAssetsMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "LandlordOwnedAssetsMember", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Landlord Owned Assets", "label": "Landlord Owned Assets [Member]", "documentation": "Landlord Owned Assets" } } }, "auth_ref": [] }, "us-gaap_LeaseContractualTermAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseContractualTermAxis", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lease Contractual Term [Axis]", "label": "Lease Contractual Term [Axis]", "documentation": "Information by contractual term of lease arrangement." } } }, "auth_ref": ["r395", "r710"] }, "us-gaap_LeaseContractualTermDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseContractualTermDomain", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lease Contractual Term [Domain]", "label": "Lease Contractual Term [Domain]", "documentation": "Contractual term of lease arrangement." } } }, "auth_ref": ["r395", "r710"] }, "us-gaap_LeaseCostTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeaseCostTableTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesTables"], "lang": { "en-us": { "role": { "terseLabel": "Summary of Supplemental Information for Lease Amounts Recognized", "label": "Lease, Cost [Table Text Block]", "documentation": "Tabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income." } } }, "auth_ref": ["r772"] }, "us-gaap_LesseeLeasesPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeLeasesPolicyTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/SignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Leases", "label": "Lessee, Leases [Policy Text Block]", "documentation": "Disclosure of accounting policy for leasing arrangement entered into by lessee." } } }, "auth_ref": ["r385"] }, "dnli_LesseeOperatingLeaseAcceleratedDepreciationExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "LesseeOperatingLeaseAcceleratedDepreciationExpense", "crdr": "debit", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accelerated depreciation on leasehold improvements in relation to SLC Lease termination", "label": "Lessee, Operating Lease, Accelerated Depreciation Expense", "documentation": "Lessee, Operating Lease, Accelerated Depreciation Expense" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLeaseNotYetCommencedTermOfContract1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLeaseNotYetCommencedTermOfContract1", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lease not yet commenced, period", "label": "Lessee, Operating Lease, Lease Not yet Commenced, Term of Contract", "documentation": "Term of lessee's operating lease not yet commenced, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r771"] }, "dnli_LesseeOperatingLeaseLiabilityImputedInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "LesseeOperatingLeaseLiabilityImputedInterest", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails"], "lang": { "en-us": { "role": { "negatedTerseLabel": "Less: imputed interest", "label": "Lessee, Operating Lease, Liability, Imputed Interest", "documentation": "Lessee, Operating Lease, Liability, Imputed Interest" } } }, "auth_ref": [] }, "us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityMaturityTableTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesTables"], "lang": { "en-us": { "role": { "terseLabel": "Summary of Future Minimum Lease Commitments", "label": "Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block]", "documentation": "Tabular disclosure of undiscounted cash flows of lessee's operating lease liability. 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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r393"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails_1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "2024 (three months)", "label": "Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year", "documentation": "Amount of lessee's undiscounted 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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": ["r576", "r732"] }, "us-gaap_OperatingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenses", "crdr": "debit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 1.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Total operating expenses", "label": "Operating Expenses", "documentation": "Generally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense." } } }, "auth_ref": [] }, "us-gaap_OperatingExpensesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpensesAbstract", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Operating expenses:", "label": "Operating Expenses [Abstract]" } } }, "auth_ref": [] }, "us-gaap_OperatingIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingIncomeLoss", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited": { "parentTag": "us-gaap_NetIncomeLoss", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Loss from operations", "label": "Operating Income (Loss)", "documentation": "The net result for the period of deducting operating expenses from operating revenues." } } }, "auth_ref": ["r79", "r572", "r731", "r733", "r734", "r735", "r736"] }, "dnli_OperatingLease15YearLeaseAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "OperatingLease15YearLeaseAgreementMember", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Operating Lease, 15 Year Lease Agreement", "label": "Operating Lease, 15 Year Lease Agreement [Member]", "documentation": "Operating Lease, 15 Year Lease Agreement" } } }, "auth_ref": [] }, "dnli_OperatingLease93YearLeaseAgreementTerminatedMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "OperatingLease93YearLeaseAgreementTerminatedMember", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Operating Lease, 9.3 Year Lease Agreement, Terminated", "label": "Operating Lease, 9.3 Year Lease Agreement, Terminated [Member]", "documentation": "Operating Lease, 9.3 Year Lease Agreement, Terminated" } } }, "auth_ref": [] }, "us-gaap_OperatingLeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseCost", "crdr": "debit", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Operating lease cost", "label": "Operating Lease, Cost", "documentation": "Amount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability." } } }, "auth_ref": ["r387", "r602"] }, "us-gaap_OperatingLeaseLiabilitiesPaymentsDueAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseLiabilitiesPaymentsDueAbstract", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesSummaryofCompanysFutureMinimumLeaseCommitmentsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Operating Lease", "label": "Lessee, Operating Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract]" } } }, "auth_ref": [] }, "us-gaap_OperatingLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseLiability", "crdr": "credit", "calculation": { 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measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale) and unrealized gain (loss) on investment in debt security measured at amortized cost (held-to-maturity) from transfer to available-for-sale." } } }, "auth_ref": ["r102", "r103"] }, "us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent", "crdr": "credit", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Other comprehensive income", "label": "Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent", "documentation": "Amount after tax of other comprehensive income (loss) attributable to parent entity." } } }, "auth_ref": ["r3", "r7", "r71", "r105", "r108", "r133"] }, 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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": ["r174", "r282", "r397", "r398", "r450", "r455", "r493", "r494", "r495", "r496", "r497", "r518", "r520", "r544"] }, "us-gaap_RelatedPartyMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RelatedPartyMember", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnauditedParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Related Party", "label": "Related Party [Member]", "documentation": "Party related to reporting entity. 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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": ["r174", "r282", "r397", "r398", "r450", "r455", "r493", "r494", "r495", "r496", "r497", "r518", "r520", "r544", "r775"] }, "srt_RepurchaseAgreementCounterpartyNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RepurchaseAgreementCounterpartyNameDomain", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsBiogenDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSanofiDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCollaborationRevenueDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCostSharingPaymentsandReimbursementsDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsTakedaDetails"], "lang": { "en-us": { "role": { "terseLabel": "Counterparty Name [Domain]", "label": "Counterparty Name [Domain]" } } }, "auth_ref": ["r122", "r123", "r249", "r255", "r400", "r418", "r447", "r565", "r566"] }, "us-gaap_ResearchAndDevelopmentExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpense", "crdr": "debit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/AcquisitionandResearchandDevelopmentFundingCollaborationAgreementDetails", "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited", "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnauditedParenthetical"], "lang": { "en-us": { "role": { "verboseLabel": "Research and development", "terseLabel": "Research and development expense due to cost share payments to related party", "label": "Research and Development Expense", "documentation": "Amount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } }, "auth_ref": ["r321", "r560", "r575", "r784"] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Research and development", "label": "Research and Development Expense [Member]", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "auth_ref": [] }, "dnli_ResearchAndDevelopmentExpenseOffsetFromCostReimbursement": { "xbrltype": "monetaryItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "ResearchAndDevelopmentExpenseOffsetFromCostReimbursement", "crdr": "credit", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCostSharingPaymentsandReimbursementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Net cost sharing payments (reimbursements)", "label": "Research And Development Expense, Offset From Cost Reimbursement", "documentation": "Research And Development Expense, Offset From Cost Reimbursement" } } }, "auth_ref": [] }, "ecd_RestatementDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDateAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement Determination Date:", "label": "Restatement Determination Date [Axis]" } } }, "auth_ref": ["r630", "r640", "r650", "r682"] }, "ecd_RestatementDeterminationDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDeterminationDate", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement Determination Date", "label": "Restatement Determination Date" } } }, "auth_ref": ["r631", "r641", "r651", "r683"] }, "ecd_RestatementDoesNotRequireRecoveryTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDoesNotRequireRecoveryTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restatement does not require Recovery", "label": "Restatement Does Not Require Recovery [Text Block]" } } }, "auth_ref": ["r638", "r648", "r658", "r690"] }, "us-gaap_RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember", "presentation": ["http://www.denalitherapeutics.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash and Cash Equivalents [Domain]", "label": "Cash and Cash Equivalents [Domain]", "documentation": "Type of cash and cash equivalent. Cash is currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r96"] }, "us-gaap_RestrictedCashAndCashEquivalentsNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedCashAndCashEquivalentsNoncurrent", "crdr": "debit", "presentation": ["http://www.denalitherapeutics.com/role/SignificantAccountingPoliciesNarrativeDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Restricted cash", "label": "Restricted Cash and Cash Equivalents, Noncurrent", "documentation": "Amount of cash and cash equivalents restricted as to withdrawal or usage, classified as noncurrent. 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": ["r17", "r82", "r116"] }, "us-gaap_RestrictedStockUnitsRSUMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedStockUnitsRSUMember", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofRestrictedStockActivityDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Restricted Stock Units (RSUs)", "label": "Restricted Stock Units (RSUs) [Member]", "documentation": "Share instrument which is convertible to stock or an equivalent amount of cash, after a specified period of time or when specified performance conditions are met." } } }, "auth_ref": [] }, "us-gaap_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated deficit", "label": "Retained Earnings (Accumulated Deficit)", "documentation": "Amount of accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r50", "r68", "r453", "r478", "r480", "r487", "r501", "r603"] }, "us-gaap_RetainedEarningsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsMember", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Deficit", "label": "Retained Earnings [Member]", "documentation": "Accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r92", "r124", "r125", "r126", "r128", "r133", "r135", "r137", "r211", "r212", "r225", "r324", "r325", "r326", "r327", "r328", "r330", "r331", "r332", "r338", "r340", "r341", "r343", "r346", "r377", "r378", "r475", "r477", "r488", "r824"] }, "us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerExcludingAssessedTax", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsBiogenDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSanofiDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCollaborationRevenueDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsTakedaDetails", "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited", "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnauditedParenthetical"], "lang": { "en-us": { "role": { "terseLabel": "Total collaboration revenue", "netLabel": "Collaborative revenue, revenue from contract with customer", "label": "Revenue from Contract with Customer, Excluding Assessed Tax", "documentation": "Amount, excluding tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value added and excise." } } }, "auth_ref": ["r77", "r78", "r154", "r157", "r158", "r167", "r169", "r171", "r172", "r173", "r271", "r272", "r435"] }, "us-gaap_RevenueRecognitionPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRecognitionPolicyTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/SignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Revenue Recognition", "label": "Revenue [Policy Text Block]", "documentation": "Disclosure of accounting policy for revenue. Includes revenue from contract with customer and from other sources." } } }, "auth_ref": ["r522", "r561", "r568"] }, "us-gaap_RevenueRemainingPerformanceObligation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueRemainingPerformanceObligation", "crdr": "credit", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsBiogenDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSanofiDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsTakedaDetails"], "lang": { "en-us": { "role": { "terseLabel": "Remaining performance obligation", "label": "Revenue, Remaining Performance Obligation, Amount", "documentation": "Amount of transaction price allocated to performance obligation that has not been recognized as revenue." } } }, "auth_ref": ["r90"] }, "us-gaap_RightOfUseAssetObtainedInExchangeForFinanceLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RightOfUseAssetObtainedInExchangeForFinanceLeaseLiability", "crdr": "debit", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofCashFlowsUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Increase in right-of-use asset due to lessor assets", "label": "Right-of-Use Asset Obtained in Exchange for Finance Lease Liability", "documentation": "Amount of increase in right-of-use asset obtained in exchange for finance lease liability." } } }, "auth_ref": ["r390", "r602"] }, "dnli_RoyaltyPaymentMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "RoyaltyPaymentMember", "presentation": ["http://www.denalitherapeutics.com/role/CollaborationAgreementsBiogenDetails"], "lang": { "en-us": { "role": { "terseLabel": "Royalty Payment", "label": "Royalty Payment [Member]", "documentation": "Royalty Payment" } } }, "auth_ref": [] }, 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Number of Shares Issued in Transaction", "documentation": "The number of shares issued or sold by the subsidiary or equity method investee per stock transaction." } } }, "auth_ref": [] }, "us-gaap_SaleOfStockPricePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SaleOfStockPricePerShare", "presentation": ["http://www.denalitherapeutics.com/role/CommonStockDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, price per share sold (usd per share)", "label": "Sale of Stock, Price Per Share", "documentation": "Per share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction." } } }, "auth_ref": [] }, "dnli_SanofiCollaborationAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "SanofiCollaborationAgreementMember", "presentation": 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r180", "r181", "r182", "r183", "r184", "r185", "r186", "r187", "r188", "r189", "r190", "r191"] }, "us-gaap_ScheduleOfAvailableForSaleSecuritiesReconciliationTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfAvailableForSaleSecuritiesReconciliationTableTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/MarketableSecuritiesTables"], "lang": { "en-us": { "role": { "terseLabel": "Summary of Available for Sale Securities", "label": "Schedule of Available-for-Sale Securities Reconciliation [Table Text Block]", "documentation": "Tabular disclosure of the reconciliation of available-for-sale securities from cost basis to fair value." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfCollaborativeArrangementsAndNoncollaborativeArrangementTransactionsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfCollaborativeArrangementsAndNoncollaborativeArrangementTransactionsTable", "presentation": ["http://www.denalitherapeutics.com/role/AcquisitionandResearchandDevelopmentFundingCollaborationAgreementDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsBiogenDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSanofiDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCollaborationRevenueDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsSummaryofCostSharingPaymentsandReimbursementsDetails", "http://www.denalitherapeutics.com/role/CollaborationAgreementsTakedaDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Collaborative Arrangements and Non-collaborative Arrangement Transactions [Table]", "label": "Collaborative Arrangement and Arrangement Other than Collaborative [Table]", "documentation": "Disclosure of information about collaborative arrangement and arrangement other than collaborative applicable to revenue-generating activity or operations." } } }, "auth_ref": ["r333"] }, "us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/NetLossPerShareTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Computation of Basic and Diluted Net Income (Loss) Per Share", "label": "Schedule of Earnings Per Share, Basic and Diluted [Table Text Block]", "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": ["r730"] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsTables"], "lang": { "en-us": { "role": { "terseLabel": "Summary of Stock-Based Compensation Expense", "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block]", "documentation": "Tabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement." } } }, "auth_ref": ["r31"] }, "us-gaap_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/FairValueMeasurementsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Assets and Liabilities Measured at Fair Value", "label": "Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block]", "documentation": "Tabular disclosure of assets and liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date 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 (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r763", "r764"] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofAssumptionsUsedforEstimatingtheFairValueofStockOptionsGrantedDetails", "http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofRestrictedStockActivityDetails", "http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofStockBasedCompensationExpenseDetails"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Share-based Compensation Arrangements by Share-based Payment Award [Table]", "label": "Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table]", "documentation": "Disclosure of information about share-based payment arrangement." } } }, "auth_ref": ["r285", "r287", "r289", "r290", "r291", "r292", "r293", "r294", "r295", "r296", "r297", "r298", "r299", "r300", "r301", "r302", "r303", "r304", "r305", "r306", "r307", "r308", "r309", "r310", "r311", "r312", "r313", "r314"] }, "us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsTables"], "lang": { "en-us": { "role": { "terseLabel": "Summary of Stock Option Activity", "label": "Share-Based Payment Arrangement, Option, Activity [Table Text Block]", "documentation": "Tabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value." } } }, "auth_ref": ["r9", "r10", "r69"] }, "us-gaap_ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsTables"], "lang": { "en-us": { "role": { "terseLabel": "Summary of Assumptions Used for Estimating the Fair Value of Stock Granted", "label": "Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block]", "documentation": "Tabular disclosure of the significant assumptions used during the year to estimate the fair value of stock options, including, but not limited to: (a) expected term of share options and similar instruments, (b) expected volatility of the entity's shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions." } } }, "auth_ref": ["r70"] }, "us-gaap_ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsTables"], "lang": { "en-us": { "role": { "terseLabel": "Summary of Restricted Stock Activity", "label": "Share-Based Payment Arrangement, Restricted Stock and Restricted Stock Unit, Activity [Table Text Block]", "documentation": "Disclosure of the number and weighted-average grant date fair value for restricted stock and restricted stock units that were outstanding at the beginning and end of the year, and the number of restricted stock and restricted stock units that were granted, vested, or forfeited during the year." } } }, "auth_ref": [] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "Security12bTitle", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Title of 12(b) Security", "label": "Title of 12(b) Security", "documentation": "Title of a 12(b) registered security." } } }, "auth_ref": ["r624"] }, "dei_SecurityExchangeName": { "xbrltype": "edgarExchangeCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "SecurityExchangeName", "presentation": ["http://www.denalitherapeutics.com/role/CoverPage"], "lang": { "en-us": { "role": { "terseLabel": "Security Exchange Name", "label": "Security Exchange Name", "documentation": "Name of the Exchange on which a security is registered." } } }, "auth_ref": ["r626"] }, "us-gaap_SegmentReportingPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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compensation expense", "label": "Share-Based Payment Arrangement, Noncash Expense", "documentation": "Amount of noncash expense for share-based payment arrangement." } } }, "auth_ref": ["r4"] }, "dnli_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsExpectedToVestNumber": { "xbrltype": "sharesItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsExpectedToVestNumber", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofRestrictedStockActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Expected to vest (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Expected to Vest, Number", "documentation": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Expected to 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"perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofRestrictedStockActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Forfeited (usd per share)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value", "documentation": "Weighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event." } } }, "auth_ref": ["r305"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod": { "xbrltype": "sharesItemType", "nsuri": 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Excludes share and unit options." } } }, "auth_ref": ["r300", "r301"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValueRollForward", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofRestrictedStockActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Weighted-Average Fair Value at Date of Grant per Share", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value [Abstract]" } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofRestrictedStockActivityDetails"], "lang": { "en-us": { "role": { "negatedLabel": "Vested and released (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period", "documentation": "The number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period." } } }, "auth_ref": ["r304"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofRestrictedStockActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Vested and released (usd per share)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value", "documentation": "The weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement." } } }, "auth_ref": ["r304"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofAssumptionsUsedforEstimatingtheFairValueofStockOptionsGrantedDetails"], "lang": { "en-us": { "role": { "terseLabel": "Dividend yield", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate", "documentation": "The estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term." } } }, "auth_ref": ["r312"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMaximum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMaximum", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofAssumptionsUsedforEstimatingtheFairValueofStockOptionsGrantedDetails"], "lang": { "en-us": { "role": { "terseLabel": "Volatility, maximum", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate, Maximum", "documentation": "The estimated measure of the maximum percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRateMinimum", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofAssumptionsUsedforEstimatingtheFairValueofStockOptionsGrantedDetails"], "lang": { "en-us": { "role": { "terseLabel": "Volatility, minimum", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected 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. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMaximum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMaximum", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofAssumptionsUsedforEstimatingtheFairValueofStockOptionsGrantedDetails"], "lang": { "en-us": { "role": { "terseLabel": "Risk-free interest rate, maximum", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate, Maximum", "documentation": "The maximum risk-free interest rate assumption that is used in valuing an option on its own shares." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRateMinimum": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r285", "r287", "r289", "r290", "r291", "r292", "r293", "r294", "r295", "r296", "r297", "r298", "r299", "r300", "r301", "r302", "r303", "r304", "r305", "r306", "r307", "r308", "r309", "r310", "r311", "r312", "r313", "r314"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingRollForward": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsOutstandingRollForward", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofRestrictedStockActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of RSU shares", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Outstanding 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Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur." } } }, "auth_ref": ["r309"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingNumber", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofStockOptionActivityDetails"], "lang": { "en-us": { "role": { "terseLabel": "Vested and expected to vest (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Outstanding, Number", "documentation": "Number of fully vested and expected to vest options outstanding that can be converted into shares under option plan. 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Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur." } } }, "auth_ref": ["r308"] }, "us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardAwardTypeAndPlanNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementsByShareBasedPaymentAwardAwardTypeAndPlanNameDomain", "presentation": ["http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofAssumptionsUsedforEstimatingtheFairValueofStockOptionsGrantedDetails", "http://www.denalitherapeutics.com/role/StockBasedAwardsSummaryofRestrictedStockActivityDetails", "http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Equity Award [Domain]", "label": "Award Type [Domain]", "documentation": "Award under share-based payment 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Includes shares issued in an initial public offering or a secondary public offering." } } }, "auth_ref": ["r8", "r47", "r48", "r68", "r488", "r539", "r552", "r622"] }, "us-gaap_StockIssuedDuringPeriodValueRestrictedStockAwardNetOfForfeitures": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockIssuedDuringPeriodValueRestrictedStockAwardNetOfForfeitures", "crdr": "credit", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Vesting of restricted stock units", "label": "Stock Issued During Period, Value, Restricted Stock Award, Net of Forfeitures", "documentation": "Value of stock related to Restricted Stock Awards issued during the period, net of the stock value of such awards forfeited." } } }, "auth_ref": ["r8", "r68"] }, "us-gaap_StockholdersEquity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquity", "crdr": "credit", "calculation": { "http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited", "http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "totalLabel": "Total stockholders' equity", "periodStartLabel": "Beginning balance", "periodEndLabel": "Ending balance", "label": "Equity, Attributable to Parent", "documentation": "Amount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest." } } }, "auth_ref": ["r48", "r51", "r52", "r63", "r502", "r519", "r540", "r541", "r603", "r623", "r725", "r745", "r770", "r824"] }, "us-gaap_StockholdersEquityAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityAbstract", "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedBalanceSheetsUnaudited"], "lang": { "en-us": { "role": { "verboseLabel": "Stockholders' equity:", "label": "Equity, Attributable to Parent [Abstract]" } } }, "auth_ref": [] }, "us-gaap_StockholdersEquityNoteDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityNoteDisclosureTextBlock", "presentation": ["http://www.denalitherapeutics.com/role/CommonStock"], "lang": { "en-us": { "role": { "terseLabel": "Common Stock", "label": "Equity [Text Block]", "documentation": "The entire 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Excludes US treasury securities and debt issued by government-sponsored Enterprises (GSEs), for example, but is not limited to, Federal Home Loan Mortgage Corporation (FHLMC or Freddie Mac), Federal National Mortgage Association (FNMA or Fannie Mae), and the Federal Home Loan Bank (FHLB)." } } }, "auth_ref": ["r569", "r585", "r786"] }, "us-gaap_USTreasurySecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "USTreasurySecuritiesMember", "presentation": ["http://www.denalitherapeutics.com/role/FairValueMeasurementsScheduleofAssetsandLiabilitiesDetails", "http://www.denalitherapeutics.com/role/MarketableSecuritiesSummaryofAvailableforSaleSecuritiesDetails"], "lang": { "en-us": { "role": { "terseLabel": "U.S. government treasuries", "label": "US Treasury Securities [Member]", "documentation": "This category includes information about debt securities issued by the United States Department of the Treasury and backed by the United States government. Such securities primarily consist of treasury bills (short-term maturities - one year or less), treasury notes (intermediate term maturities - two to ten years), and treasury bonds (long-term maturities - ten to thirty years)." } } }, "auth_ref": ["r569", "r585", "r587", "r592", "r786"] }, "ecd_UndrlygSecurityMktPriceChngPct": { "xbrltype": "pureItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "UndrlygSecurityMktPriceChngPct", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Underlying Security Market Price Change", "label": "Underlying Security Market Price Change, Percent" } } }, "auth_ref": ["r697"] }, "us-gaap_UnrecordedUnconditionalPurchaseObligationBalanceSheetAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "UnrecordedUnconditionalPurchaseObligationBalanceSheetAmount", "crdr": "credit", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Lease not yet commenced, undiscounted lease payments", "label": "Unrecorded Unconditional Purchase Obligation", "documentation": "Amount of unrecorded obligation to transfer funds in future for fixed or minimum amount or quantity of product and service at fixed or minimum price. Includes, but is not limited to, lease not yet commenced and take-or-pay and throughput contracts." } } }, "auth_ref": ["r231", "r771"] }, "us-gaap_UseOfEstimates": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "UseOfEstimates", "presentation": ["http://www.denalitherapeutics.com/role/SignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "terseLabel": "Use of Estimates", "label": "Use of Estimates, Policy [Policy Text Block]", "documentation": "Disclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles." } } }, "auth_ref": ["r27", "r28", "r29", "r84", "r86", "r88", "r89"] }, "us-gaap_VariableLeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "VariableLeaseCost", "crdr": "debit", "presentation": ["http://www.denalitherapeutics.com/role/CommitmentsandContingenciesNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Variable lease costs", "label": "Variable Lease, Cost", "documentation": "Amount of variable lease cost, excluded from lease liability, recognized when obligation for payment is incurred for finance and operating leases." } } }, "auth_ref": ["r388", "r602"] }, "dnli_VentureBackedPrivateCompanyVBPCMember": { "xbrltype": "domainItemType", "nsuri": "http://www.denalitherapeutics.com/20240930", "localname": "VentureBackedPrivateCompanyVBPCMember", "presentation": ["http://www.denalitherapeutics.com/role/DivestitureofPreclinicalSmallMoleculeProgramsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Venture Backed Private Company (\"VBPC\")", "label": "Venture Backed Private Company (\"VBPC\") [Member]", "documentation": "Venture Backed Private Company (\"VBPC\")" } } }, "auth_ref": [] }, "ecd_VstngDtFrValOfEqtyAwrdsGrntdAndVstdInCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "VstngDtFrValOfEqtyAwrdsGrntdAndVstdInCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year", "label": "Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member]" } } }, "auth_ref": ["r667"] }, "us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "WeightedAverageNumberOfDilutedSharesOutstanding", "calculation": { "http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited", "http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails"], "lang": { "en-us": { "role": { "terseLabel": "Weighted average number of shares outstanding, diluted (in shares)", "totalLabel": "Weighted average number of shares outstanding, diluted (in shares)", "label": "Weighted Average Number of Shares Outstanding, Diluted", "documentation": "The average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period." } } }, "auth_ref": ["r140", "r148"] }, "us-gaap_WeightedAverageNumberOfSharesIssuedBasic": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "WeightedAverageNumberOfSharesIssuedBasic", "calculation": { "http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails": { "parentTag": "us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Common stock shares outstanding (in shares)", "label": "Weighted Average Number of Shares Issued, Basic", "documentation": "This element represents the weighted average total number of shares issued throughout the period including the first (beginning balance outstanding) and last (ending balance outstanding) day of the period before considering any reductions (for instance, shares held in treasury) to arrive at the weighted average number of shares outstanding. Weighted average relates to the portion of time within a reporting period that common shares have been issued and outstanding to the total time in that period. Such concept is used in determining the weighted average number of shares outstanding for purposes of calculating earnings per share (basic)." } } }, "auth_ref": ["r23", "r24"] }, "us-gaap_WeightedAverageNumberOfSharesOutstandingBasic": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "WeightedAverageNumberOfSharesOutstandingBasic", "calculation": { "http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.denalitherapeutics.com/role/CondensedConsolidatedStatementsofOperationsandComprehensiveLossUnaudited", "http://www.denalitherapeutics.com/role/NetLossPerShareCalculationofBasicandDilutedNetLossDetails"], "lang": { "en-us": { "role": { "terseLabel": "Weighted average number of shares outstanding, basic (in shares)", "totalLabel": "Weighted average number of shares outstanding, basic (in shares)", "label": 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HB0/;Y&0/J6!NLIQ9"?]A G!T@@N5Z&+GPR$V]%XBL;LL2V,KE)XM+R'27T& JUB#(47#U\44!5(V(B65 M%DQ83#&"Z;MO7ZZ/#^XJ2YJR^.,J%4$=A-1]SQ]8,WZS(L?Z0?O."
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(+IJK)-@ MU&K@5[!L#5"*1=MKG63' /IW62^M>,143DB$.;7PFTI<@$IQ<-;0;@G^K MCTBL2=B)?VDL>AAX\(HH#4!+5W\D;CP1C%LQ?)N"<6N 2+774S1=,]O=;GM'
M'KZTHJ'TV0M>A+*M,*K;@GUK@-,NUHG'),+T[AKF716D$HQ;,21W]N/6VL7# M-1$/YXQ*>YU&_ZOE6T]4POPMDCZYD9VPF2WHJE_XEC>)7&I!S$02RBQ6?(O7 MW)$H\18=?
2&K*D8%VIZ>0>V$E2Z$%6=DJN*9HW]@63ZMP7LF5/S !U[V-THO M+X@2K,6\> R2K-62=.=&/X1(JAJN#47(I#F99 B9Q!V=&C0 $X> BJ/;L/ M)@Z*
("%PJH9(0]TLTX^T<9U0D)5#H:$)BWQ>U%P(6<,=H>J-/CK\TF?+ MCH-0B)G*84^(&9$YX9U.VZ .O_NY>3OWEL>.@+/2]'RG<8P+?&>'OE/S1PBE
MRB%;542*1*1(>"=4'0<]#RR:D?V.72?NB>\&84X:"XW^#>U$>.VS;E[P M*"%KJH9"(6L694U;R!K>"+6K-OI7/X?NHROJ\*N'.579LQ1?')SA Y=&HW\/
M$+1BX594$7>JTMW$ASOV/<>N=KDNQ>9436]IM9?O5'B0QHROJ(K:JV7AZ@:I M6AD](;&_VH&:0BX@-6TTO1F%I3#;3O [*+?MNX+=V:W3Z#_0+I)X]!=>N.;\
MX!I&HWU0M7DI>5!*7MU\2)?+3 M)MCOF78#MT8X$21:WDU%.O*V]9;1UM_[RM%+MC[:+,EMG> MO*B#NW.';P>[V 5_=;#H'LB6T$$+BXWXBQ2(5W;[GXB=[EZEN]=7-
_H@M_$2RG#>,YPO+J MB63I;'3)HM@^?Q6Z%_9:&".'NK\DUI3H_W4NL8>-EK#@S\9?R!^)^VQYS/V: MQV.1+2L2M]3ZU[WV]6$QKG;Z#:T=5)1$SN*4(B,_I0AG%BT,*0(2N/ =_-
_5 MC! NXDLK#'%.W3\M+R&[C2+2LU%$NMKH]Q2YK;>7QA#-#R![#3XRUMH9+^4H M"<$*U6<%\P2LH#7ZJM:1:0:9"UXHR2;A6+W=#X,P;H(3,*+#($GJ&>>J2]=8
M*UHQ**QD\PJRQ18-\74*P]S,.F;_%64&O='O&*;<0V=H/V;80)2'4 R[V)IO ME'JV"-42J<= JZ(C&\KR=,/34$_]/87;D(PM\'#)SS'&@-DQH8 6M-ES+N"K M9.JNIE,%N6*+3$WA>L7
"D8'+1)DL9-7G);JZ.QJG/ID#T$L>65(4S3G>\4H*P3DVR1M'NQ0Z?1[[:[S809'< M49T8YA6!A6^!;[^.@W#DCV'*1GOOV$)1=%7 .GYSI/>*J,0ZTANX/XG3_).$ MP3+5&4JC3\<-
:1^J0'6US4??AL$8UC"A\0E,:(ZQ6;PL^206T=Z"D0D&R5O/ M\F/P*:\R8'XC146RH3;ZIB)W-8V3>)V(JAX^)%$>]6B@T$W9[);E>PF3=PW^
MTY$8_I/D$2LB$H5#,Q@T$_B#1B1$=+>0#)T"] O"\PY?(N7*T!I;$EMD: K. M,E@ ,V-=N=WE)6TLS-!#2]"=B6>C;]\NS;<7%N@6"Y16% " FZ*J8!^[A0@\'H"GNS-
F2SS=XL@VPP@=655:.LZ+NP,S<6#*R6CX=-V?*Q_]TK MV MONN)LOE,E1%&^QNYGLF$:LJ*65;3+16)M@W$MN.@M<]%.51X%NG2]V976U-
:*R||O>C!S$(>9J'4VXL&W:"T4:6Q,LY!!GE^MW8'.;19N2 MP"VC@->57IIX6%DV>P8GCJLXJRQ(?PS#2C/$:>8:T=4:L7MG<(V'#%HAN7(W&7C AY [;_Q,G%[E^)1=T@ L,N=O9 M.]
```

```
(AS%5>2&A+E*!T$NJ"QZ/*9F_O)B/",GWEX8PL8S&1LZ81PD#=XW!&QA*3 M5S)$K]'O@J?&2[\489P>]W#&GN2#,]L[LM;FI6=3_>W23V1 %/.^G#K +9' MQ6TY@K;&QL>F2$
&YQF#6&,WAEW]29S2 V9MG)_7!C[BY:BHL&P/&B,HD[@V MG0!I:S4] <*Q@&9'0:QI^ #PQEK5+U?L",.W:+4$PG1O)["M-_J&W-7V%K;" MYN6%V=J/?Z
MB:*I5AD'X:O3CS4V^EX7)W_U">%VA[;AZ)J\!#N%WW"B6/GK2:B+/5Y!,:B< MD%#]9']5#G#-=ULZA.2O<6RU0.NE$IBVATY_6]^;9T5LGA?Z*=!]:2O];(J_
M=\KKKLQ7_)T_>;J<%\WRH(OY46%EGSI)^FI1W%'!!)=[1HV..KYU\CI FO15 MDKJ\3"E?I2S\26H6,1>1\D-'RHO*5KW15W53-M6]#ZJ(&'GUZ6SW&'E1.L/# M@9HF]_:?<\-
!=+RZ!O-E,!JY,2K-M#X%[H %$]_&UD+OO@4QD=KO2^HDM!XO MC"&+BL"?D7ONN]ZOC3C$B>8+8]!G.\-IZ/E]38G09+@MOJD2&QB5"A2S!*"T MIT"IK?%QOZ)=EFB-
3<+&818BH#W39.FOF_CKEH3W0RLD&^VOZV^?5\RT96^AE'9KA3?A?8QG ME_YI>0F9/355B\J4^3J;^7W=>LQ#K:?;Z"LM93GHN?2!-+9"Z1F?]D%:NX,(
MWQ+MMWBZTN@BB8=!B"[@;H;';$>]#1!>O;YBR-YS?5VET3<4&;@ _]L![FS- MDC5]H61%4C"0[LDX)J-'$DJZ(DN:HAE4P7\B=OJI2C_5CX*NZRA*$!1+NU6/ M@HV;)
(YBBP8"5ZQ!*[R&UX!@\QKTH\!A+1K &M^!UG:G1I>^B+4%FNV[(&5. M%3(H%Q&)W7GP71[M5+S/4=ZNH;"NR5LH3(19#^W.ET8[Y8T#0* M_(/:O^P5!8W-
[H&,W]\A;7HS8OUT9O86!DIE8Q0)1O M#B\M;*U$W[XZ#3NOZ'(7_9,5YZ;6HPE0<&C.>!V\BYO=A1>V![PQ1JYW9;UK MRD9O.1]S6.M;QAJ*,8$G/Q-OLH(X6-
AM36],E/1,G+W3:HN=1 M;6AGBRU>(NVT*>VHO%0NUO_P]P4L% %L>6 ;N@X8^I+-:E9$65FQL]Y30-X" M'*_]M/*G* /@+$"YHX,6U7GI$2Z"&0<_[5T.
[6"K.%DU#+F[OP#E*YC!LP"U M[624T&9_:5MY;, 9DB'Q(S!')=>'OY=&I;QUBV)[XXP,J+0[R64>I-<4HE^"
M*/I&XIO!@_6S**/0\Q'F_NTTA(7*"SUM;Z=1C)X62096U.BW]Q^U*NS25XA5 MAPQC$]%8Z *V:PRD.-I1GP^8+ M-Z\H=
LS!AYPD'6U*QN]L@;3B",.%::X+59N"12':1Q9T16Y9Y85OQ>''4HY M<[8T.YE6K70^K)'<.U;ULXTM3B9>C[/:#K(L!1X5%R^[G]2[\)T2A U-%!JF
M(2MJ6;'N,M!X(@]$<*S@V,.=>2R'8VEZ5C5UN:=V*LZQU'(XBW&4;U8JDJN$ M'%GAD^NS]VKS[&(3P$!8#D6H2D82]#GGM%> O9E(-'HJC!#LV!V,8 T3+)CQ M@QALA#@ 7"
<>9G2;NRO%IC*[Q7J$%23Q^EL.#N&-\%PLX,_] MQ#4B_;NF011;-PW= )VEVZ8UL >&VM9U4[=[0(W_4K%PD=TT#&@-BRX-Z$4IK83$8E P+1NH@ X*0CI [!Y8E(5X% M*[%.O
)I&*+@^\MV7'3 A$;>QC(R/#N*5/[+F=5?A><34&%G)15^(CZ\6WH8 MDM :DP0$5R1=^_9Z[LR)]?8QI-3&U5].YLMI4^%.=#;OUK'%$SK-?/F2M$EV?KI[>]"$EX51CF.,E
ME4T7P[Z>B<66PD1CZOJG;TZ_;L%79\N?ZYU6U]!6?J6TU)6?KWN4JK>ZBE[H M4>L_;RO%[MBP**,K%K7KHMH;'[4EL+0Q=-E;NFR%U\48ZYCNQI+88($F4*E$
M^@K7#2/I"B2X,U]VO4.K@?H XQM\LBLL]J&07(A@5P>'1W!A1?XNK2BV[K'F M0-+W9:+Z@$+02V%ZJ6V.XQ(-P\?4RY-
"\DS\A+RNM\VV7D5[=T$Z6!^SST2M82!J$P4BRDPC62L*I1UW"HLR6ML.R5@0*$8=-K=5==N\> MK8BPZ-([=<$C?4TU92TR'*OV5?%,17MSIN*.4>YG(%R,UN$3?W?
CX65*PU<_ M;2]!6%Q$$8%_G:6B[TT]'E2EPUM7\Q(J90175)\K.@?FBAU2>EU,Z6GMO=-Y M@C$$8Y3'&.I)U45/J O!%1QR1??DZD)5&GU=5V23F^%"W \$X_6J,L^0Z1T>
M944ZZ7B5B[S/6;(]2NTJ*'-.ZKBI:MG=^;@N 154R*^CI&HE.4J"$*M,B"=U M3%1=B$-!A7PX D9ICL#!2;&VLT%FX]C)SS&67D9[308Y0"9PEY.>8F6G7ADO M$UB.G3W-
1C(N3ERM3,946Y,Q+:(YZZ@?MSJMJT9Q7C$96E@3FHU^KRMK^MY3 M"$4W%%[H9ZN[62;]M!O];D_NZ&5YEH)^3DX_6[W$,ND'6X;VVG+;% U#:T-
M6QV\,@FH"ZZFRVCUX%K].*=2ZDML6PW!_\2A1_%PX>6Z[-3 MO@YX"5'LQDE(6YU%@#1/&@4>L1./2.,P> JMT>NLT!J[8UL,S4]N- XBR_L- MX#'^%L3P-][O^@EQI@W,$ ?
8L.S&SRXO4,FGU?%$ZENGJBWVY!&HJBNHJG94 MM<5R+(6J=E#[/1RH+9O[5RD(RN*%LK:8BH>75[K"F[RJ;:\EQ!&S&(-I!]8W M'YLL-"!KR69<,R!KZF'-
Y@H6%;:ZNCY.67@>EH@959;DE@S* Y(<'F]3=;FS M8M)4>20GZ(UK>ELR-0](;WJCKYN=E9/-!+V]$7I;,D /2&\&SN^55>V0&E4$ M+->1Q37V5B513 L>V9AT-
AA=EGSRNLF^-7;,MH0G,V!>^&R:->.*PAR!X[=, MN5?::$GAT9^<<+9$($LBG#8-!1G&WIE&03B\$,Z6(&-)A--I](V>;'2$Q*D- MX6R)(99$.'A"I2OKG38GA".:CAVFZ=CI%\CK5;4-
3'\CL>3EYWZ]R8YL!XE$ M VCW<)@QX:=T9+6W;.9QY#'S$J"I+;'M&H/>B]@,I='O]61]Q1%FD>]X.X)M MU_CS?K2F@C&I=&5%4X1@>\.";=?
@\W[$IM'3H!USN4L:7X*MMI%GZG9*]MR< M619ZEMZAW?E^KY9IIV[R)>X_32NSD>LX'MG0RDQ7LH>X.!4Y/F_B'/EC.U:) M'Q)8\)_$D9ZP9!Q$XL@*?Y!T7B^QD]"-71+1+
S6C\?63]%1[#5'$U'*S VS MGNF,BV?+]1#@GX/P'O3#_13L%\Z_DRC&UBT?">@5#5_3I-/1&ORNK7=&[>R<,!"GR0HK;#C9R2XKM1K\M:_K>24^^FJOQY^G-(7]E3F';%O<(
MM_$!@L+3L7;<,8>BXR 9DQ7RX]5LWZ$A;44Q]HC\%,+2B2H@!%.]4:;:-3-4 M)E-U::]ML[U/GD@P%0>4)IAJOQ18F4S5PX28+JNZ4%6"JVK)5;OF^DKD*E-I M]-6>;*K+
(0B.F*KV9672F(12-+1"(DN/5N3:;-:+ZR4QISNE\[3^.IY^Y4+6\K2!/-U9KL\5 M/"UXNN8\K9;,2N;K./J5R]@@6O!P9:N[W/I?\+3@Z9KS=+=DGNZ\CJ=?N8P- M/-U%/:U6C*?
%43UQQE$ KA)7E3HO3U^A.Y<*F4^O87ZG?Q!'LF IUA.1_&3T M2$+:!!O%<20%21S%EH\[W"'V5P1NJ=1EFUX2O+O+9 X5]UJ%R8"Z,4JE+*K( M#$<7#$7?*
(9N!E1=1CTZK]HZSVE2O+RVZZ'K;F!!H]V3#;,N] M%?78*SXXW;D40>$K8S;'I?#VIM!QB:LMC<*QAZ3>D=L&-HI>3B8+"N>2PM63 MTLRF4&J)ZRV)
(W&B4UN3S6YOY81/0>%<4GCWA!2S*;!8XFI+X\GNLR =||=Q%:[2P>QNV4=Q-YMH^_4:5@79.<@"&(_B D3N#Y:,]E' M=P&N91C'X_.SLY>7E];/Q]!K!>'3F:8H^ED(7Y]EUQY)V\
(&%L"IM-H]A-^U M;WN)0R(I))X%FJ$1N%T198T1=-E((%H3&P<9NU-6E,.SC'""G[FC8&U M30RL59V!LU'5%,5V$,4T@ HW2&-K0H\^2@[P,\>V%9J#GZ!JKVEO+08B#^A@R-
#8QIH9;99 3JJR$T-();YR M%PIN](\A?=AV^K\|AF?]74P-F@?)^<8VP6:W6J)JAAC[GW(WAK?8. MH+M'@-G8 ,GR)\C5N.T(V3GQ+= >R,Y XPX2*/V-EI=3+A^XON7;L"98.WQ
M94%K+6CR&]][XRX7SE*O7-M:-.56NP7]Z3M-:F8&D8O<>$Z%(I#8AQ?7 MB8=9B")W5QJ"46:W6(\ 97#8U]ZRM."C0M-8: *4^XEK1/'DF@91;-TT=,.
M'[9I#>R!H;9UW=3M'FBB1Y M+@,62Q>D]5H:,-$2H-:"8S H&1R,5$!*IU;M>0)4$^)5L!+KQ"N00"""8OK+ M=G2 !?M
VSZ!UD9C$IGYES.KOPK5.Q#B%D;91K]KHY9E$79G)6%_(CXL2GH8 MDM :DR1V[4@"0VB]4,O)^_8J<<_'MBZG\OLR+[_OIU(;D7X?!_:/8> !Z41T MZF+G@W3U1^+&DU=C\;"
[>O<]4U#OJT9G[ZY]L%6"!)[A1#*8V#89,[L:E/$( MEA-'[YG*6OY9>*^[F2RI$NJNH>*T)5RFL&AR@#KSXXB<9[]\R*)(KD_W3&_Z M,/\"<[DZA+Z/?3V3XRV%R?(T>)>^.?
VZ!5^=+7^N=5IFUUSYE=)2_Y/G>-O. M5^T$B%ZK9W:VP6''S]M*L3O6K:G=ZIA:26LRC'+6U&WU>FW.UJ3J+;7-&Z!4 MI=53>[PM2FV9;6/CH]+X_X)]KJG4H%_-
!NHP>&&_:U4"P@6L$,UP\(MO+=C:<<#F_4[0@[VTY&"0LBLM;,\VV[KM/6S-BV;<'J.PE0N:&Y'-P^D8%K MN^NG)KXEN#P$P'9SKLW?%IV:7&'"@II0C>JHB<-
<5:2G/(_H9_4NNU19[;+1 M;956%0?6!74\7Z.V:]LFY*/E6;X-/GD,4M5.LPV7K356]B[$S1 MDM*YFM+K;Y]7- 8"NY>JF;U+[#HJEMAU9;UKRD:OK,;LIV^\5<[AWKHWWBJV
MXRJQUJIL^9;^X7F[C5EM1=ML=?#,@=Q1E^?K"#82;%07-M(.SD9ZHZ_)JF'( M7<%*@I5JS$IZ<59:YA:CT6\;ZZI!!9\(/N&23XHU(C9V[)E:@O(QT893U;:L MK5 ^]9K)*?
BI/OQ4A)W,@UMP>'!/5G1%[IGKJI[YX:0C#:&!E6^8T:@9IY[1 M>!U%"8T_!@, TVM1D@)M,)Y')+F(*&ES2]6&%I^/)O3Z&8W8KU^\0,U6]SR MW-2CAV"6[<1DY[6?
ICHIQ>+ZB9/MXA+7LHHT.XV^T5V>"O?W[?D]+B.H^\=9 M5U!SG:*IYI9H:HYV/B5XTN06EA6DAY>_D1?Z550XKMIM]'59 Q^VO:)_8D$)
MN*%#TI&'%KPI@EHEJW91GCU9T_:.F@E*.B0ET8)W;;'"6N!$X$3@Y-42]Q0"5TT%KKEW^+4D M0BJI-H:^5S-:O>X*MY;#_IN9TQ=)]#":1&C40G)]K';"2DYPC/Q=*K/X\MI*
MJZ&I/,,7].T./(L M!$X$3MX63DKP]HXB=DTF=E?TE#X-.94Y<*%"/M\_211C!Z%@@(V5XM"U\3@: MRU@BZ;Q%=Z\N\9U#I/+NID1"+[MXL4*'SE/^'(0#XL9)6#S+UZ5U#EI;E56]
MPTD(2,023YKEVXW,EK4*]O04:1NN2:A8R>*29[BI9+%D8NJN)*;"H]X%'7'D M? B<")R\+9P<*?U7W# ?/H5JV:)AUI[2Z'>ZLKIB.*6@08YH4,@%@1.!DZ,Z,]R):I4S4?U&
M,V+@M$I>$(G$%_?"0$2;!$X$3@1.!$X$3HZ?F>SLF)D$>X)UP,;^UX6-0JW1 MUY6NK&C+Y@<4[F\"G59'.#7F;V"JW[>+!^W@8AON.S'T.6NH'IG1T4S;T MLKJ1"582K,0?
*QU\C%>OU^B;LBD,.\%&U6*C0OE<;6F.UZ%FJFB*@B:>H1FR MII=P+%GPD^ G[M32TH2BTID()[7*NMJ5C=[>#2?PY$.B'""Y-$C\TC:-BI\3\"*I8FE56II;R';\7\3GXA$1UW3&9I^
MO'0&$!!+9ZB:+IO=&DVAV9MX^.#ZPA9WG>SJ>4XXB&&MTP2$6:,&?H+P:T#X MA_EAWI7:!
[DY>^RV^T4:.8WE;SW:0K62_546>WN72TE#H%PHS;6'/TJ9WJ;IN"4;D$MM:&6-;7-1Y@BI*D* MUI@9^P^.%>0D3@4*G B<5$?LGFYDIJ:J3.K6[%AFU1P^,;KMS=4SK//U3C6Z
M#31(HV]HIJR5=O",@]#GFZ*T O[?X69M::H.="0HB&<**I9Z67(*CS:W35.- M5;14Q1Q,'/RQ;9IJBK%M7#B'8FQ;58- (C
G<")PS@#2UW>AKI104"QH4F=AM]5>G(Z@JK4"0B*T@VNYXDW(]J>AQ1 MC1C;EJ,5,;:MZA$($142.!$X$3BI(DX*V;=<37#2-*71[\IJM\M)<%10F.#Z
MBN"DQ)S)L9E>Y8OIWT(C4S&V;88W,;;MD'U.-4V,;2N/X/@0)&(:P6G&MFF: M+L:V"3:J.1L=?&R;IAEB;)M@I;? 2H<>VZ9IIAC;)MBH@FS$Z]@VK2W&M@E^
MJAX_<36V3>O48&R;(<:V%=U]349IB:6)I1UK:6\AV_&)V&FR0Z7)#DTD.]Y, MLD/7CIGLP$)>W91[;?A/W3NA*6QX#NA-V/"K*X>67.+2C7BL;Y;;W;W[A@HV
MXH"V!!NM9B/]T&RD*YCL4, 7;JME35L4K"18B;\HK;X45SI8E%97&_VVW%VA MFT2$5O!2'7CI>*,@P9+L]SJ*W.LNJR?!38*;^.2F0LRT2\?-_7B(%H8IAB8; MNL*]D?
=&FVR*D7LU/VJQ)@+9.>7(/3"*^SU3E\W.WHE0<8"'&X6R9E)K22/W MP/CK[UW0):B%&VHI=4!C0<,$RYET655XF?
XDZ$DX)J3D\UNZ:S]R,:DQ^B$6/W0*7T<9N)IK.RV$!06&"ZRN"DQ(S)L=F^@Y?3/\6&M$NC=W3WVX:Y,UUHC74 M(W:B-6@GVJZLF*K;/BULS6T\1LO:*[ MK\F\,
[$TL;1C+>TMI#3^;^(3D_VP/CO+AF0*MTYR$[E!KH6""-H)G B<'"=_Q>N0H':WT=H>9Z+ZC6;*Q#RWJ@@#$8D2.!$X$3@1.!$X M.7[2.B'N-YNHHV-]-ULWE]J(B1UE!JEGR20Y"-
"H_1%-21J5J3L0.D]O> MCEM1L1B#B/L(G B<")Q4$2>%+-BE-L4ECV]:-DRT1K\CSE_Q34*"K?G#28EI MCP-
PM.\)@/WA4B6E/,NVM8QYDVIM@4,&@;X)!#SY'KM,^V!PYP:2"2:O*I">< M4-?IE#NA3K"A8,.WP8;'FWW7Z98_^T[PJ>#3JO(I7U/U.KV#3=4[.I/2F/(9 MC8-
GQUYS)W='5OCD^NR]VCR'8-\L$I9#!*J240%]SCF>3W#MS72AT7.\A$B6 MC;4HEC_!'E!^$)-(B@.@$"MQW)B>[\7R&7;2UZ>0L_#C@>M;O@UK@K7#!_2P
M1&O^_&\.$.E;M5Y+,V&MXR"BIR'.0^)9V#[LPXOKQ,.,6G,WI@A59K=8C["( M)%Y_R\&!O!&DYL(9Z-Q/7".R@&L:1+%UT] - W[8IC6P!X;:UG53MWM D/_2 MU%Y/T73-;'>[X
"F]P^GHQW'UA-I/H;$^M&T!K##<\M[L281$F2>^H#TTK69 M!BQ^$6!KP3(8E P61O@@$8*0'I,YIPVF\2I8B77B%4C#$"7?7[:C!2S_!^1T M;)5VB4+3Q^9H5G\5RD]
D)V5!/F)^/!NZ6%(0FM,$A!CD73MV^MY-2>TVL>0 M61M7?SF5/I=YZ7,_E3D4%U8TE#Y[P4NT=E.GW<6[[YDX?<_K"J]]*1X&"3S# MB8HOLO_+8WC6+W0;U9DS,4\5-.S1L\81.
<]^^9"E %V?KIG>]"&ET%0WF,M5 MG?1][.M4ZO5Z+=WLHN!+$\#IBU.9V (8G"U_WM9;9J>S\BNEI:[\?-VCU'9+ MQ044>-3ZS]M*N[Q%]38^:DO2?&.916_ILA6N B.(8]K(2QS
#O?!)])7N&P8 M25<@=!Q*TG/Y]#FC=!_ Y-RY=9;I"N.41ZAIBF;L4&&PTS;K#RJ]" 4=HJ70 M$;=[,R9H:H%3@8[=,QCO9/?9(6OW7@HAO:IFK/3%U;8<:=TQZ;V/]?"QO=J-
MB2H4Q5TJ23C$,:6NTNCK2E=6M.7:P2H>;A.47P/*WW4ZYGZ4CT-M3+E31H*1 MDP-Z_-%QKK\+QCI# HBV7?!&_51SX:?XNXV!A02C#ZXO!2L,FO-=;-]#F1NE
MWU]F6Q>UQR/F/Y$Q8-NE(4#)\AW)&F%!^Y_SW2L7<5FC(\E[J?IY.9>')?SN M$7HPP'X:8 E ;*EI2FT>@(KW15PW9-'JFXD0T[PCRG+XVL\ =)\V;$ M3L+YF&J-K=;]
(E3SO''M/Q/F_#$O/6]HW P^I? NS"M8I]^5>^:RY5K%@-6; M)Z(M O9 1-1I]'4\CK5LM]8^^+-NWH7:/>YHBV^!WZ1A'VL:),)HT"SXXQ'0 MJTL&
[>J$5HVLDS)$,!TJ"@P3(@@_$?;_:Q] CA4\TX3A%_SXB@&X, MU@85D M1=MG<)\]93:SKFC><00V;@/EDNR- P&$D@+G$&. [IPYA#! 3@ M2:/ (W;B$6DSXRLW \HOD5K4'NEI
M+*>A+[?J$)8M'\13HJ@M0CN;):Q>FH2MJ#5[-/1?#BW_B40+I2(48[34P'.M M1]?;HVQD%\OE%/?77V?
>AF1LN4X6]6'X#%@C[R3$YHWDYK3,;6!*M+WH(5>U!!F@'TEL%S%9EW04JN..0A*O(J2B.%!>42C114 ML[U&WY!-
=>]*>6%W[BXEPP30N\+YSX5VWH(5>FC9&2;$^3(#:>:@S?+ZL^\* MLHVN*(U^6U;VGTDA3%1N_)S7!P0.3&LJZ'A5;K?WB3L=QX@]_6R/^EO9=]CK M#AR?L17&$TK"2
U3W3$15O<^1827*3Q_=^/A91+!ODB8\>XD!?TM0'Z)CS=Y MH[JB\98^$Z;ZX15&V22V@ZK0&WVMI\BFSG^]805U1>5\C2Q%(84D(E9H#ZG3
MX9!GX@5C6I,^2.A**U;"7C+%;39NS#J'VO4. MCX+]VRY=9?;Q!*H_UO!0[9KN?3LV3E4*6F!E]8_OW29@FUE8'1H,2FS54.= S);DT*TUH4WZ'H(+^X_$ M#50$-
NDJ/$_A[0Z#N%3[#&PMW[YEUF89)7Q_N M5O%(;UN1>WO%< IAKP)>1O7)L$1=$2Z6&S+&65*4E M7'9.?W$W8:YPPJ4V1LC>;0WUZ91C%V<-Q^?-8SW=]%D\8]
[09Y&\&EY0Z*#H*J[ .H*?7DS5SV7X2 M =F*$E&!@.P.1+2Q=E#M5JQVD'M]Q_T"ZQ :GE.TY"<);3>BBM8";0J?HV8- M:9PXQB !CHYVGXD$8/+?1/7&P546G4P3?4@L"C
M(NIFC%\4]]@P6Z_+VHKB.'&,JZ+T]RIM=R+ZTQ1*?ZJZ?!2X^NT:5D: EQRJ MTQ-7YL$L-XZ7*+3F6LV_A0J2,E.$^>;@MR&H3G=L>1G$"[,+3D$V9&4%NX@F
M8GS0SH'ZRF\AG8T^B5;>86WAD]3NP%4^_3?8%#9^DX>N2M0$:_(NTU#]Z_,N MFHXQQ:YL=,KJ>G7ZS)\X;W6TS%\9%&B4;,=SE/C;,[UR5(GNI >F\00M2G>9
MR7@,W#P#RORTY3ZX>G'HVC&.HX;O185'Z14>R&?XW]4,\G=3H.,7X%S/?Y"[ M\A;V$3C+A^!3A_OJITU'*MQ9,;D:#(A=N"A,,QM]O0WZ8I_J0E$D4FE*WO5H M+N>4W&
[TVSVY9Y;05ILCG;-GL)(+.:>Y^I=W7^?C,<>P32@Y4F.&]E>$"4A.]A+-?C "UXDUV?XS7<[+:/T M7P=\.$&"C25XJ_W?NK3ZMP/)8BT8 5ZNWI"?#H]'HTFG[S,%S[N$W:J M!
<^OVE?%>7Z+2DP;BE-^OGF$_5#+&[R|V/*QLZ%TQ0 M?2;8HO@*,<%F]6;P-B&H_K[?):WGM%QG126_"U2 @7[A[-7/FBUP!.$Z)8.T MC/S&SYFNRSR,_3PTX;H)8N>(V
L$C29#15 M;:YO!R,BQ=;/Y?,)PDJM/H]O'XX,Z'] [-\"D7PC1:8[Z1W>#%/AF@FBWZ[8 M5A'],G%W&_V:E5)QK*:N6#\,0&/D.G12$: X)#9QG]D0,U1;CDO[ZL5)2!MJ M1(!?
3QH%'K$3C^#INZ?0&D72NV]!3"15V>L<;RU8NX8VZ[:3@8&/4>F;$*?D MIG]\FI'-Q0C $V-'HAR=W:5DIA8.3&++#U,&B'!BS@J_3O#(#F<7R^.1C>:A MH0AW[P3MIU8,
(Y#&TX$%EFV'"1Y13V+)#V)I0F+J'@K?KWYF\&YINJN?8^([ ME/6GV8F/"0B&^'])C/;Q*M96Z4123LQCX?4)S @VMT6_+FKZW M$2A&0_"TP#,Z.BHK])U6)?=_>0SQDGP5<*
[M\|@*GUR?U6%K\Q("6\&1L!SF M496,>^ASSNG\=GLS/VG(3](](6@#!"-8Q 3CP6 $@%D0!\!:5@)\@4>7 FRJ
M%K'?:"FYA1^G+6TL#Q8/']#>2:VUD$A?:QJPTG$0T0*A\Y!X%O;#^_#B.O$P MX_'<78R,SY79+=8CK"")U]]R#V?^'AO?2F89BM>VP]D>9C2*P?36L VSJWO!=K$B&!Y@D.
MJ"T/ZD4HK87%8% R+!BM@YP,F,MP3CN=XE6P$NO$*Y"&(2J)OVS'1:?1?Z"C M'H.!=(GZQ<>R;JN_"L\GH,*E8PR4"C\1']XM/0S!71N3!!1#)(%R6\^=IUWN
MMTSF7$XES65>TGR>2IK[J:21.-W+N^^9W'R_O,+=V-\T>AW3[*JFJIB-+4H% MS::YV0+:M"=:U@H3/SDJ"-06LW26?Z;FV[=D!$^VE]V3>0OM'E#H#L"H\>,+ M4%&)CS-
4;H$J;)=$#W#C1X^V$,\,+YU9@*X/#NU%G'Z&CR5@I(V1,L#5;?1S MCY5FSY6R!V=F6[K(!4:'[])WL)CT]-WXGA5OUZ8VZY9-.[[GGM^$3Y;O_DD? M?
>$[GV#AH4O[O]X,/B810#]*Z#HG[.<*(!B+V]U .4V4?5F-#7"!.\JM-'>@E#(6 M/MSU(Z ^&CF@+/D9KI!4I?D/>L4%>OL>IC7QO7C];*HQO2 [3X-,.'*C"!_] MKG%_==EX+]V1I\1C;
[MO_L_V-;6V&%N5(ZF(O)*.$++,0XZ&0>(Y0%,2N&24 M(N#N?R<^BTM1CHJH[<+'\P.#] '\CV6X#493?R= MXA OF1 KQ!XC!+6I34:/))1T598T1=-ER8K@W1Y.0Y#.$V:F
M:5UZ@R&]PTL:>.^&=S?>9])^I?'^T?(HA]T/"8EQ!4"O2TN37N +<,YH>I^. MRL@#SV+OW@&&].D(R0P>:6D;_.HSL+2D2Q(B6)>8;A $,2)@[MQW/!FC?O7H M; XO<6;
(2)7;WZ+=ES>30C.:@W4&(S>.<64E"3MP;3UB ZP]3[* 8K/764XPID(:#Y?E9#8LT7=PJ IL$JD K"%$91(AV![!T'FA(([("FF7 M[8;N/XBG,' IYAV@ 6K^P-NS*\G/,:&=?;
(5#A+8Y\#%@#!C0SPI@ $"RA* M'B/R1X+@FP?4%CNGVI+VTZS$U()E\"7 * V.5&5=OD7543E'1 M!"YWYJ?DS8;L'32R"8]-%[UX8B05)2CH75"OGY%4DA %_YQ8HF(Z)$] U-F3
M0C*R7#HS*&6\G(.@=CY$TA;W5I;&Z0 *,/%#?"HKCY*EQK8[&PLHF+YR>[!F M47AN 7-KR>G>W=J?+0;GJ:RS\=O5L?%O9Z8HBT'.MB?,LCGR8IS)*#=:X \J
M%ESX^&48@#IO!B]H6*%<=AT7Y#SZK*BHJ'A.5;#TR&P79IS%X*=&5FJ0SU0Y M\=P1K"F5(78>/6D<['.J(!97DG^YG*H09C^BT,-,I&]/X$T1>Y%#8&4C:@\"
M'X+A2;T+!W9CA;#XKX%/8E3:K/4(<]#34QDHD0"806ZA(&0 ^O[L/:CY0+B M;$C0/0+OGVFH)G:L(YDW@7$%G/\9^,W17B^D?LK2*X]A94$IDA4\ @HI&>%X+^?[1VM>C
^JCO<@Y4CD8XE:HN\^N(M2 LK-HV=2KF_H2VZ-&F38\@@8MZFJ@ M@DM+HMWHQR78'FZ,O\W$2;"?#+S?_92'YL99 M%:J0.JF,^9R+=F.T?18G T\>M9-+0W]@J/\
[X_N<$,G''^P\Z%B[2 :[$&%' MSS&!A3@.@4EH3"GM)[G<-YKQ#USU@]"*,RF:QO5;TCUX#+&5+0OC>VN" *S; MM.^L:$L-$L@AU)B;)4&H2*"B!5U,K'CVK>"&7B-&/F%KL
M^%"ZO2QW0U\_)Q'G]D E.LWX@'SS)C(34N!R.6P;4RR#>G!]K.[,XW!%#H1_ M^GY801JNCT<[V#$ &AU)P9S[@N:;,NT83\8L\C C1,D%QEX)*IR]8$7IE M-
1A+6:.\V!M.CO3JSN;7WS[/E;MLT)]3R7P]$\PW@T&Z%;H3O(P=3MIZ"$F9 MJ>/>'E-#.%B_J33Z?K!46K[T 6!XT$S#5U)$4V\;5535Q1MR/>*M8>L/" (
M)SEQ13,K8QQI"K>QDH$8LWP!?3380 Z5-O!$A!M<#_='68%1EJR+B3WT@22> MZ!)G46J<7PYQ)HTQ+#M50 S;T^@S*%CF9(%J\W,)H#U#)#&[X"VQ$%E:=
FO"H),VV)FZKT#/0!6!3V0I#":6!U]A,ID2]S@; M/(Y=J6FDAJ8AT]50,L*X\6,:S %5'9*IZY@6H$RQ@>J'I*3 C*\9>8--F Q MYC 7T@I##+6R5Z*5H.)J,,9J9%E)J@&."W_!^9-
(@D6H\390O*S)&TO0W;;K ]C4SX")LD3_!I*S+ZB8H&6$]3(B"M%0'^Y[0:,Q=%I78 M7+AG+I7Z\NMJISNK7<1N9B=&Z^W$B&U^X_G4G*TU/:A.5?K-((WQ^$\9$.?L
M)UB]CAJ@6*MY]!TT3\H@%(A\ M*:/9!@OKH^.P:FZ!: T1UATJ%Q<961,T^])89EJ4EU#SYIW[GIE/6,4(S@N: M?F-F +D#B;#R+QDN@^MRU\3#,$B>AA*Q0I^&H>#BW-
=N1.M^,92;U64P>@WQ M22XK]$[7F0^LH5$<)/'JFV?/3QVBN<(##Z[T61DBN@#L*TP4V0$6']#:RG3G MU& %W>*&TX!<\(A6(WT->!C@+K&J"!:< \<.* 6_9!J/0@5Y"
<\!1V3C6ER$ MOD/8AL&BQH*8)^K=SO9=:M*%#=_:-IQK<5PRY=P9P^YR3(I?AF4C)VDOSZN% MX.(,$/1[/ODY;REF/=XBFL_1(*'CBILRUGB'& OH"V,I>0BOZ B>HKD@%9&
M[L/Y2XO9TZS=35HWM38YTF(@74R7S)*G<8Y%UQ^FS=.*LG :\^B@7CV=-//R MYL>33C>*L"Y2MT3!]MD+7C U0%UF&E;/AJ:M3$1-7[;Y12L2P7]]_6A- MS1:Y@?
```

~~VP6&1NZDBT9U($NWBWEF?V86C&2R,ZBS#.#'B/Q#&+3Z91V,%|E>#4 M*\[>&<&D"!G*\F7RM@ M9/8^]OS5V314%X'_M/&2~~
KS!3L]D^@SUQ;/E>OC$)C!W,X)UR6E0;IU285H. MRT83'TQ$C]:8+A6H3O>/IAL3MWZ:JHQB\$LP#PG2(A4AJ1E:^0R/[8'0<@S^L/T["5!2%KIV5B6F&)N+HU]OE 93+DL#U*D
M4:SQ8/?2R!"#7K305YK6MN!I 2^M76*.+8+U#\SS91]@GBL(\^E@%!T,\#&- M>()!'40L9P:^#*XU122EW.FEZ#('(28'?Q!OPB029L%R":RT<-69/HS5/JU2
M48\$ST/08A#8Q#1#ML"<-'S,U(_+DG!8WA:S2'T^O3PU9(^,_#F%2C-_Y(BU.QRG2* MR]F9GS^2 -DX-3]H; /VT>;95ASP1&:9ANYCD&OTO.AH[+GP%!9\8:DZW$CZ
MF+D#*)ADQ<)6*B^8_"3S'#M?"#>5B[,:PZS01YZ=(IU.ET[?GG]>FM--'L$0 MQ,J_J6;)GQ5,2_0F^2+E--S%\+U,/?A -LDRP%BUBUR0KICZSTR63479#-^Y
M0YA84$*>\G1#H83LF>5#K7F[R%%LE8@]D:.H>8["6)FC,(OF*%A#;EQ.M#9) M4:&#+1=94?)L7Q6T9Z:["*>[F+?BTD -/>;B.K,3&3.++C.]TV,BQ0H]LWX2
MBVO(Z@+AM:Q+0S0]%Y*[:MJ&8R;LYXN&TK*H(9N9-66&D;Z MST+86++UM-]=9C.SN]P;CE^.8/NK(!/DC7J/]0Y#XQ!/#-'Z2/0OLX-8TP;U
M+'U'+0^T9?..Y\4L9\9$:9I_LJCAG5G92(NS8C36-8W%3-$2],%HD#8VRJ]N M>JPWFO9KF+<6T\8)N+EF,&CB M_=W7Q_GW*GG&L]L?K6_ DO,,AGE=LI'\X;
M;&D=*#V,D(S21TPK^](Q0"4^L$<%BTB!;'& H!QVQ+XE_3[,'5Z? MCIQ;W/#\[N:+SA,:]&+G_%D&$N@'Q% 8O-"B%YKF\>=2/NQQ>>#(66,]>CDU M^&UW&AR@UU,1]<.'=<\#
<5JF2 \$XFY]\H)EL"EYSA-D5OE)5T"#+&E3+D#0#U#%"/?NE:/Y3AQ,6*$0,P3<^IU MT$!(D,/E*]EYD1I,5:F(9>8<'I0 MPP*KP)D[M<"'G^[:/@S?PEA6J;MT,Y?C
JH=,W+059TLB@7Z DZK)>.R%I] M-D% MI_.(M/"HUG(X8"&?4=!=HD7@=PQ"FSH%F;T5EF.O2I9CNEYA[/OL_:E^5NG'4SIB9DTHS%= 3O' MD%^EZS\'*#G_';BSS!&*-
AM>RK0R?(;A2V8!3<\K92;E8T!/]=(ETB]M%\#$ M$E^LS]/T072XU>PH9_Y<]NQ81@AV5*B@L88#7V@ZRY\I[Y =K&#'4&A&@.YH M^HZTE1/-*##H9W[%;!=IR2"6]
[&C/S/5GO=%IH9_6H&7;0A,F#&&&OJ=6"ROM MGD(FV_?L4;G^4AOH91M1L%\HW-..H]((CZR,/5H(N,(>'[@A6%M3*HA2*9]= M/&M8,;^F]<'+3-
S=UL4BSL'_8^]+F]M&DD3_"H([\\:.@-@D"%YR/T7(5Z]W M;B$ M:", +\;R]3@W8\:9A_- T9EX(R'.LF2+0A]4"#^< AF*.]J@46R7D_,\+"8R*=1U6PZ'H)
M]34GUM>*JDTE(Z}F*+%O-YL.?0'41*+3=GUQ/Q@#!YF#[F8 M&9A>JPNPSFT_*GF=,^.]"Y<4VDOB4U$!S+U$:]7/">T@*KB-W%3O8G<<D M5S
,1]1I5[#XMJ'^_LS3QQ0\.MIG&RM,(AO!(BM3/F2M2)T)U M@ """HI?"'%QJ"PW""YMK)3)"PGR%*#H?.N7B >116TF>MXL*2F9%ZYUKGGD)
ML7@,_&LN9R"#15MMER>/14=);0QR(RZDY,(GWOR9)W=X"\WEY7\47HF3R%(. MXVU:B@0*2B(_4,@VT"A'S]M<.*;(!RN2Z0OQ.O0TR*35)59"B81OA!A92$FOZ@;*,D-
+"=N'Z/X[J;BS\KXOA-& MZ39B%8;C$9.62N"Z1T,-3AI)) M72$_0/\8-Q,?@;Q(%TBQ"7S)HWA'6(,;@S/SBM G7+3KR"X,>^D9E/DEH'H M**B0S-
Z$KTR:#@DT(R[YAKQI;U/(P3D&,G-"I?QEG$A5RW4J7$UBR'22?#%N M-;BAD@26[IK4@S##YT+L2<4.TN,>DCW/RX3@OX3#$G@[^'R@YXB:\+!2M3@V M8GK:
(^VC0R),&DS(7=..4@<2F^E*"< EV% (I0B*:8?M(V^KCYTMP@8GF%%' M#53>.() 4;J&356$^(RN)KS&KGHD&$<6ROBIW"^*2F86!QIA!A& AR)WBV*.HH8Q5SD#YO+
MJ)'J9DD8C_H)]RK'3Z'6.[S%+B8BAXN(TW]$YBG?0$8/D-XPDRZ8,5VC=(WH MJ;JV"HWG&>,=-?AK" #9Z_G7/*=UTW;>4AC?S-%8DH"- O;8K\H4@P&BLQ9G
M'P&02/WL9ESE%-CZ23,]=9 IIWZN]L)MF:Q2([*Z8W5WS9)R8[$WGH M51Y5%=IR7 4J5"6YH12R/V%>)A=1D@<@.8:!UZ0)K+BY%@!C#Y!+ ,JZ$I_
MY.J&G/F3T)NERS;R=4/2VA+D$^? 1YHH=BF(RE\2U\/N9KS;%?FBT^$/S.CV M8B:1.*9@&7!_ZKJ.]!<3/5IQ(8X.\N]\:.-+R/V2A3F4/!]&/8HT=/83!()< M<(+4((R,%
[4YR\2F3I1'"@TW AI<=Q(S/>WV@61(HF'QH==6>B-2EL)..7O M[D?G;<+[']T$7\0*A,$L$ZM>B.EZ":N#]\W ']',N:D*\HY A,>2DN+A(?$2% M"*1>;;A!9$^%EQ=D=\TPAR=
<1C364"R9UR-$*SXOE Q#].D,'J1Q8C3:FID? M6W*%B@(VJDVR3ZU86*ZQSVM;Z*#(V1/>M,QJ(K[)VT8*5=T1/:DUH"PG,"I-\?Y]\67-X*U7Z4\TO%FLGQ$5*
M+LQIO"F%'$T7M'./NAJO-UPY;3WG6YSF+CJV)>NU,-# M7?E1E:[T7]$-7OQXS-3GJO:SF&Z3AY1R\@T%<8*U*U_Q:C,5CT^5(125J8#
M"]>H.T(4C$V&T5"/H6X"\EJPD%KU\A@>V'>.;3.+(H&>'#5.$-?0] 2R$!-I M9=1:FGIP\^AT%/$6"7"\DF5MIVOJDY=1FPHVOE6%]3AS)]&1X0OU.]C<%7C4
M.YU4W6R[B7.B_O3NJ#' 6K%R'Q">>?? ?2(PA)L2J)= MG6""]GO03/08+U>8Z[R@&E[L?V7I 8_K@:T)*S:C\'%T@Q@8P]_!C(MP*FD\
MGH(>)]),ETM'(#E.D.3BH0;3"1N6%#HYZB.:=CJ27I=\2]JYX4<3K3&C8#>1 M,D;MZ/-W+;,&IG,/;;V$[3PY*PL U]"#JK$:!L:'^";T78*H9>#?Q#V6+]1. M2 S'K+OXP/=^AWO?
RWHVOKU3)WO]SI[B@>8_7,=V E&MYVU1'I33X;>WU*L& M2/ +Q\[D"/?4ED\CQ>,+TL,C)^%X#E4\L2^QO3ORA:-*^MY!Q]Z;SN?KN_>= MMR&=YE[Z.]G"\(XN/?ZB-
Y.E)I"=&&H@14,OI#<\-5*9]-Y>2E^6&-.,2X'X M9:+K)+_S8S1KU#L\W:9:M,5]Y$R^;-'V4&A2?+F)T:C)_6$PA;UXK87:%PD MIZF"<)FA'$P&O<('ATF(8;,Z6$S4.H\2- 0*D-
9(THRZ?*%MCV4WU&Z)1R?# M&N*YB3U@J8T>ABN 6"CWCQR#\>2T_C"BXEYNH4*#;\X-V$A)^/=SGH#PA >F3)/BD9J.^B.#5 MB]Z@400?]5$%^R767=(^'W'IA?1)M*P
NM<>'K![#*%4@@U(,^Z"F<\5'Z5W M00SD*SA8Q, G(814$4&X@*=2PV*"R8%\S>298 MW->2ZW?DC \G$4>/(,*S?(2\R2G3>P$]-TDJQ=1]S3'IZJNE/ZW5X.-R3Y[U.+:+]$Y
MF0Q*<28#+A*=&=M#[@,\RXNKH.O)UW-XM68PE2OG6IV9@O@O&#M(#SR/AKGFB&!*T2I+]3@!K,[RW ME]L,A@1\8/O";Q5*"1?H^H(*=%
<>NPQ_>0>R:V5ISY>F3=NBF]ZEGS<$&#PR ME^;,"[%!T.9?Q^RSV^,LU'?A/R-\L_BZ"U_]DOU<'7:5OIK[5:_;S_V\Z%'] M?G>LY'[5]*CBST>]:G>TBZIE48.-C_J%,(MC%R
P$L/_[0#;C*0_R8_+GM0' M O@E?9G2SURGK'[BE>\RZM ZMG-$KX>C3+:)GAYWJZ_' R/]XW= !%?)G@" ML="5+Y"'*X4;.@$@?<7<(ZF?@LP..WT5T%)::%6
UJ"%5BEHW3N^9E7A4#-- M__/!=<#8N! +TW7&P+K9L%DT"PJW6E??QW+[Y?K>FCZV"4>*MEL+\FR#Y4OO M;Q=WF,55H4Y_6^=5B3Z=U"!:/9
+QG[J!>.=4UF=UV6X:O;MEWY<-K[]W-_M3;R>\%<9-A%_OV5FAJXC<)6]]J2JTNU@&_W;3OM*[H=J4XZ_H2K#EX?#U/3E M0;E9[CG>O8[$ T+_MV/^]"_M8'EA..1DQ4='DYD'L?-
KV+D:#^51KY<9SBS\ MC3N<2DA9I4^G'G'9$L09$,1H+P1!W2HN_F*NDT<+H\X553(H[UIB:(FA0<0P M/@(QC%MB:(FAB<0P.9.J-&F8JK3%^ G#:[!05DP_K_&J%G#[
=P9N(ON%H[K M7]!0J]Q:UM9]=$[WG[_[Z/?N75=ZP%Y/-F^4X/).3RSC1HK#U=?VGZLGG:)> M,=VL5UR'3=D^.X=J 9W$4_XR&9^_-<'GOM96;N8@G;1&\C*<-H0]:+.P,4K
MQ2ELJ;$WG-IHOHU[9VB^O7ITZA\-G?HM.IT?.BE'E7ACI6D2K[4+&V 7-E./ M_N"X*X>J4 W _81!^"(U.F?[9\-4!D>348/:9-0&]-R'C"ICWKY6=%*/*Z/4 MSE5_) \FHQ:ES@:EMN1:
[)%##5L.=7[HM"538=\<:M0P#G7^/M4/\:33E;9B M;NM)7:.(+>D*>V2PYYBT\.K1:4O ?]\,=M*Y4D:R,IZT*'4V*+7/6,]F#C5M M.=39H=-XGV&>[1QJTFL8ASK_-
)&OCOW09HF\DOO/WZ)ILT0.G27RW;'U%W+[M?N=*[0_ER;3?$';?:A"-210I0JN-.NE$:772\!.HFG)%7H91]87B6HQJ#$;5 ME"ZR@^A3FR;ZVHR1-F.DS1AI1L;
(RR15&Y()0XRJ*6ED!TDUZEPI4WDX5EJL M.ANLJBEOY&5\JK[(9HM1C<&HFE)'=N!3DX;QJ3I]KXRW>7BH4V0-C0\FT\Y57^Y/57D\K*OW M01T"V-
F(BVMMK2:H=5MOK.Z.'7:ZUR-%5D9[)P.VA)]2ZBOD%"W../*$>I& M6VY.>S%M2Z0MD;XB(MWFWJM-F"JH^"JCD3S=O;SBR*3:1]K:9FMX[B*@+< M+Y13FC-
P*V^"XJG,V^H--T]9*ONHYDZ1:A=5;E&3R>;):Z]GWE8TV';0IW%; MZ<$_[;BM=MS6RZ#5CMMJQVW5#ZUVW%8[;JM=W$L7=_Z%<>VXK7.^__PKX=IQ
M6Z]AAL1XBP=Y;S,DIH/.55_IR[V!VI *A@.$<%J*. &*V,\ NLUQ4/4,J\1: M8C@#8CC"\+EI?84H+3&TQ% C,>QG^%P)76G4-%VIC6BVH>!& >X,'$;MP*W7
M=/_Y.Y#:5DJE%8OC]O6^]8X;HM,_Y;5LE']R_:1+O_+L K:N#V@.S]>>V&U QC>QS*-TFEJOV MZBO+:EML- :=:FHN]5*6BS,.Y5YCAK.T&+4[1NUS(MEF!M4.N#M#=-KG-+(2
M#$IM%H-J(P6'BA2U';NUA9/L&UU5_=K34%HB;8GT%1'IMH!Z M,<*4N@/WE(FL#J8G3]JM/Z)UY+2 .XFK[S[#)C7;T%R#'JR1!%HZ!K,\&:[1K0!Y MKP306N"?SI))
<+DH9[V8:1XL15NM7$%?3%PQN 3$C/2U,?2%IEB5YP(G-.7!E MVX>[5X'/M^#,<#EXRK+$3'_!7,DP7:,[UK,$]\/2Q%_=*J6 M5&K)*-'>0O3P"-9XE0UOAS.S_84G,=BO(=VQE2\:
[_:H\:Z*,PFO?V:*R[, M-.A=@SA2'VH@ILU1(W4&8L-#%2"R/ABJ U6%'_I0F^MSM3\:#(8# M?0H*S#\'XTYXT\(-%[[2'MC%S&7:GQ?:'/9UJ5E/VK.'K#")ZX#525BO@ZD0 M&/-
YS<#@- 5J(PY_QJ,#+8^Y>!6L1#OR"]2%BTKR?VP_"SB*>RK%=^9 I(!0 MMN_]^HMVE7?.Y7D..OM"5[U
$XN83HH+7>R1#65:O!+N#KI7P>I7.6]TLWMJ1)+K[))7FN>29(:S\AI5RD*<.3 M3!!)^:N#%R8$$E= 1/=R%"^B-7>*@BF+;TW?&9I,A2!\U3B>Q3
MZ5LLU+Q.5Z]&DW>@<1B!Q6[FQKXL@:7K@5)E P^WZ..%8Y'&]*"9-I?M< %J1G@P"? !Z_%S-+]\ MR,^P,>>_X&'BLV?)?UXQ/! &>A>'#9 VI*L3IZEJ,_=NU,UPX%:1?W\L75E-
):A8K6E_NBD'G3+,Z MY=6PE&%7*;&8'-4.7HSBG]X)S2"*85.X>D M:XHB?!?5W??H2:J<7C#LT7(U[?1ED 9&P>^UG96K!9N'R<#1L::6EE?UNZ$T3B 4-V02Q9.EAW+G*5F.\
M;Y\M5MM4]!#1[(RWIGAM'U&S@2GRAH\&5Q2>H!+O.9T M%VD1J;&(M&8,E"XU4^HK-6N1[%21K"Y=6U%(\@UV;R7:K.;R)Z@Q%O3)K*XH MEC6Q3Y%,*O;=K5M15
:=*P45Q4E#+-,:7#4M3AW<,[Y9OM*6[4:T[RMB2Z[>YI+)T)>3;T4[$7>^W:Y;AS M-59561G6Y3ZJDLS:=+_-1<Y0Q--O[M#W_.\TI.8/*"Z6@\N+51_\J3FVJV_<]#M7:E^1>X-^0*
;4CYV$BU'_-Q MH'2N!O)DU.)9H_&LFA&X)T3;9@0.!IVK+!Y5-@);%#HY5E6;*:>BW!O*DVE3 M^%&;:7[<$4,G9Q7L(]/\G$.D%8=9UJYI#SM7RE16^CM'>-JP*YG@U(LSS0G3@V]
[#:K\4]W")?PY!OG[A7E[*K*BBEA[(Z:G.FJ*OZSEX\,)?KC4W2CJ M1)L'TWOR:)2.U=# M>3*IJ\"N)?*6R,^.R"M9I8=IZI,E9.P/O7N'SY9^6_H]._K=(_G69M=3P^K^
MM%]'QZ1&T')J,'4-1STJ-2CRGY7_MVU>,D)'79]32I-+4W-*ZTO/*E$IH=0Q MH^(0Y$<+30&NWQT-$5*_9^<_\K&/$A!H(<&&PQPW=Q3^\OWS.MVNB=DU*L:)
MMJ8=.,&:P/TA8/R5>=[]0K/[RC<'9T9_#W# V\T_Z+*+H74_0XSTL@16.5T]J,N_[9#1^7A?KXMK(1;6C9;D=DQE2WDZ6;2?+MI-EFPB^
M=K)L.UFVG2S;+]Y)BWNME8S;^YNTXUHS^SIQ-S[<<=P,FF&_3^6&U(M6454DI= MJ1%#%36I*6A2K[C MY&&E(; ;/TYI^SW,;':?I%]MM^D05$WC^RV81IC')O
MTLY+;7%]7W.PAJ-VSN5)8%FEO.N]H=FVS.OAN'.5+<9LNT4V X?VBD*UJ;@3 M+O5.9%;J\9LR-O6JUQIB:8?,EN,ORI&UZRF(JK[<5]LFD2U2[4N]'O7.T(/9 M8MF>L.RE?
O)1O\6R%LOJ4L!'2L,$8ZN![T<#/_X"FWI5"[@6<"W@3N*J%G"' MNEPWO<[,A M5M-2=$O1QZ/H%R%O.PVA82\Y#2[M_9X= M_>Z1?&MS=X]0GQ[+ZN[-
G1M!R:E>#EGK.7.';STWPN2Y;DY+L/P667B9SM^JT74%Q-?OK=&:,JZ+ MU.C1VYF*=.WA<=RQE2_:_O2H[8*AV=(F69_C%5)1V@OV#2!V<)"WW^AY?? M4T)Z8BZ33!OQ((AI
FE!"DF*]W'#Y(6FE=,(-L]5:FC&O+_/[C, M,'W$BBKY =,=)/'AESON=:YL)X/#F0]\R66Z\V#3:2$-AR_&5TDZO3KD:%H1 M^L"5&>Q)'[;!L!T)8*0!R*3Y$CQTH1F$6-
K,M+#/'N*@"1#$A@H.,5-<3 &V MT4,6VB.39HS9A'>2'I%^&NW@F'P3'^3SAGZP6MPSR);GKO0Y<&$1K@SW+[5_ M.?P"PGB/%;Q; T1?,
M7*ZU7,,67R;0AW*#+EAJ2O!O2""P/.WOF5XA5,]ST MC,G\R<113?N1>3X]]L'5#/P.B#D\DW\'&H'-M#W?] /BWEWINA!B],@URHS. ME&GZ0HI%AV\MV
,U"WDXVL03H,5$<0"=HJ'84O^$[/@XB5Q580Q;IUN,#W) M=GR$/T,>5MRXLX Y%K0>W'+785AJ$4>5"7?3K).RB\;OBA@HP1K6#=HOTU$1 M2F#L/ %HP81
=,.2]2R3K,)F[H$H4TP%X*!?&H'[!-JUQ^R8G?0[5_Z3(STS MS?5")B*6<%5%(KH#4D5S:A^49/'OZ=SD849T(MOT6:@\0=^\2V9ME0'Q8N^ MN@:3Q$]<)
(+5'*]LIP^&ZD!5X8<^U.;Z7.V/!H/A0)^"MOE/'$\H;EJX<5[V M [N8 1W_>.'-85^7FO6D/7MHMB05#] ZDK!>!U,A,;SFH'=1Z0A8Y+Z' 9 M("_D:OROVI%7("U<))S_V'X6H 7?
$\D",;*2"3@%A*!=Y9US@0(X63>_!J-U M\PL_V1.B9EJE$:*J76Z?9W]NY#/]C& @)R%N0Q)]K+X22^L@L9T5"\3,<(]I;'[#) M[$RY5/J@UGA4O$A8T*8#K/MPZ#F7I@^<2B]Q7$G@
")^AOLU M5_I-6RZU,@Z X]L@7^"$@H? \T%,]D=R4CY*Q*89:8$.:!M?36#<'J-S+SAC MZ0T*5:7W3@"BX#*ZJ/_N+2E!'+OY#?QW A^\,FGZ\/:U1]*7X0/D[,WO3<=G
M^L(&J#V8G@[; =D*_P,V@W0,Y_Z[[O_J?TIA,^?SG[MS\Y;W.3F9S_'"PQO_>H;<.<;.#"+:PR@4X84G-A"M'N J@7TXX(2;^+ZR7\ MLZ5C!!8\7 /BF#G&LY180:C1KBLT[.
<*'34>&8!X@9$@4ZX$N=H*E1S4&T%MN([!"IC-7!+[D@&W.]"-B5-C'.,^+&9 TW?F(YD,?X E8NN[#9@P.*-$+$ M67%N$;,%7M2Y6:71
(!%G)\>L1EC:*MK^'BW0,W_1P"\"!:,1$)\G@!Y^#4' M9CX&TOL]?!I..CM*)-:TGN,\&(PKUQBP\L/= QO? % M*6X.X)MS>PLN\W37G!%TI>^ YA+HS)W$U1T9=X&/ #Y-
WETZZKEI@Y&"=6&P M.I]@ZX58%[LHT"5KFU@[A9"S%]=,[#3;[W4(Y?&T;"2G\"4@?F'2Y@$'L8QL/0/68=HOB]L+3 M%AYL[%BD/8+!"^@*&PQ6%W,7=B$C0]
!@.@K%F:U^$NH'](RD 118:)Y0G M,(31*^ :2"#X>T+K2+(SQC>,UY@VV%5 4(CX8.1]2R> "^!3*S#0M*YZ &K^ M 1BV95Y^B+;Q;F+'JHSKNK>-1\>D%=]#9:K:UI'Y1-
1.U>#7LYD@/2)%($3 M4)!6D@"G'RZ*8%@)N":* ;R "#E8.0(/](4)5X=B!8R'%>QG;K+$><-"F><[M=B2+/MW_@E.3.P/>E7+R%U MLM*#N"8PQJ>*
[M!^,U@=73AJW$8>OZT.Q3@,,!Y6+;T9'79]HZKK&Q]V?>-R M#MELV*$0Q4)]27APY\+QYH-=RS5G&\1*Z)5C-A)@O@,WOFOSQ8-RPO/XIE): MLRLR'A/FXN9="1<4+:=16L*-+?
V7!IJ."VKS-$]!6%-C*\(EBNZA[YA2>^#A MIHLZA^L_Y^N\!IX DA;8[R.@+C!SO+*B9)QL)-5H/X\L6G;4 CZ')BN+ M1@P(Y@W-28M&D$AS 3WNV_7Q6*M/SP3
'LT0ATL#2D!\N9@2CY08)!09=8 M8)#3]_V7+^_[BO++Q^]?^\,^"K05;(-47GKB#\W]TP3EV[AX%,6)A9&%N>DN M&1ZZ#OW" @9BZ]*@!QN$#X/%?,V__6]E*SHU%_!\)S".])
[V,X#*]QT1%IQF(TB:=PF(M5Q36UT5H(;)+7%R(@D MXNM*U^A:IP]0$3PM?C7IE^)7IKVF3V!$GH]]"#I9: 1K;!P RT"Q-=$3#G 6 MAR)9SI/D >>SV(4!W_]2ZSQK%L6U
#V6*=Y'4H=,\R?'M8PGE HV\T'7MEC, MEV!Y"W-F^H[KQ5J-RS0_/,9"YM>53I.E;0]9,+5!?O0T91$;$/] M@S.>!"\(\31I<6]2%3(L.3)'Q0)FSVDW&5X-'"[0P]5L,U\PO@4R1-
Q.9D$>#QQ(.T+O8[0G' M?!/*,D^$298KERW@-F3*F#+T0HM0QG6NPJA"MS!S3*YV.IL\7!G-XH.V(F,/ M:#3_N+#\$_N I/$"&:^X'C'J9FL.=L2_/>SPN\/I_P6;Q*J*G!FZ&;M%/)^C
MAV-?A'\;8L7%6!MRHHB]\B2GB/6L56ERPLE[$QU'YY2R^<66;G3?02T&-)C>1E\I M2&Q*UWUD.6[3,#\EFXW"#=A,\]%^6\FI6"EM^[1<,6;^M27G&-LEE.G6RFO@> M?.?
&UAAUIX#, .#.DEY.L[%M,#8.EK7HPP_IC* MHN#7_.#?Q&C"'7FW^[*\C)=SY>^BWP7BEV+U)8"-$R\X?;F\W>Z;#T9)G[; M1DQ
TSQ^EQLN:4Y+LN,ED4>;N;YFVMF*$;%U3PI\T!'_HNA]X$KW?R23BU:@ MKJ*XL(.GD*T)>/EN."68Z\[48B,FD)WI;1^!L :/OO)6/@,'DQ+^V+K MW285HF!<(A$Y
M<=*)+;%3AU]]HL'JF[Z%/K'(^2AO22P:RE*G2/R_(,MH6VY1L??Q-(7E]?@CMARC/\W\CTF2UAF(]1:]X:4.2 G3.63E**PB \51)IS]:L(D?G M\5F.T6GHX?5X6DA +O.?#XVG1Q+<-
V&P:!0ZK#AR)ODIH+,>D+"3[C 8\97Y M/@\C;6%?&(OH&2N<7+!D6 >< MWLSB7OLU-G,_O[WPP7ABE!Z83%M^T+!*+JU)A'[1E8-6-Y))*KIT;?T%RP1R
M_T<45^(R*%2,!!H1;7FX7#AE31))S?"]$1"?XJ(E(7RXC,6HFV1Q/ ,VY B\ M$>G-)JB6!H9?I! ZPD^W$1_?(,EI7C5TJ6RI9=^:7&_.F M)I.*>5W]P7'7.RV7YP4*BQ^ WA+G*V)=*D5-
GV-]B(*G@FBC])L"TNANX">, M*6-%/8R)MO<0*69+X@<\3(X%.HF\$"9(+A',7;/'DQ19/3V.ES2_"I&Y2Y%^ MO[^M3%]0WRUE.\!Y_."A7@P#W$0QX KT-NU5Y0_;*O-
K7V&_)$=PPS>&\6^* MC>0G$F^SRH1EY5+/K8I'N U ->5PSBFE5 8Q2]>BV(5=M*QN4/+(P02$1_^*G MR$-?AV>/98-M%;LY-$AA[!X!JCS\G=,A19
A&F8@C2P'A)$;956111%";9YO M]<9Z%/F]AMFYDR&O5?2$6'=MU.-]$='U>JF:E56-3[N>H=5VK]0I#Y61%V^ M-(D[K2E)F>?FE14_I6+W)>-
JTQ)QM9S*CMW3RG=^;EW"2_NOR5;)-,I$QW *:Y=DK!B\05/*!!4*P6 MQE,*RI1V4K#7(W7#'A8H]?+JXL-VH,35$,R'1X%]\-K66G:O%LFPE^\%2Q@@
MB*Y%]L9FR;+NF&V3A3&YO8YDX:'2)@N?8K;P>TP7[5.Q^BQ4LKOJQT(?ZRR@MNG1>^/68?RZ FMW\ZL:
M:Z;RD*!6U:102@:VZ[*YACTE5P26,+'0$Q?E*20]'L/[8D$IN@MO.%[\=\#[$G45+TX_Z/RQ^_W?)<" R&W]]^^J;$N:9NV"D-$*T0+T)3
M*8L<15D$.37<<:5"V$__.WL*52@OVU_7#I91?]TLD@RHTVX62VSV%%EV8<]] M21?*&:6S:+J.Y>*$2($+B@JH4+P37@2K(BX2>;(Z,22+,VDET(86<>^L&=,! M-
(G4)SBNR%H#ZNWG,IMM:XJ6M"5%365,IT%CE(("R<-E7PY[M6/NYO=69F:;:&66SW^&+*$V.[>1* ML#MJW&_&&
[W4:F4FL2.MFHU:TBH;E@B*]/F*_K#)BGX:=\3)9OHVER\H_&AZ M(:>"!][,Q1/)BLJ4$@ZQ(=P.Q."S;"EA8SFYV![FJT8,FA)E];2=D9*P^2HG M-1?!Y@$X#@2T"))]3@"K,
[RWEV4%&^Q>C#D(G2@TLXN6L_+89?C+NW"NMFG3 MKNBF=^DJUV%V"!0!FW\=>Q>Z/>YA$%.YQ9O%UWXZI?LYX-Q=S#JYW[5Z^9_M7O2H_J
[Z0T]/:KX]8[19=/,93E#&+FS\)!S!S/< MF(]_IR19/B9+^I3-C5T?Z7?6P/B.><(E8;$+AB3FAA8-.%R?,MA$<*$!40(_MMN_QS($TV)6(S@<4+;Y4QI[+V\+(,I6P;+[H!"5>8YMRMK
MS,JV$$MH@H!UR8H7\AJOJLQE1++(2[E,PI[,#"L^]!/;YJ"N,=^EUD$?AVS MDH7K:=L,[IP#/(MQ\7G[.O&![WTE/<8@,_)]'_[10>PSFVN] !;>;?KX/=\ MKE%Y=/L+F512
+5T<0YT,3DJ74S/D"ZB^Y5JPC^71DX2IZ;'Q*E^L^\6I\\.I M06_/.%44'$X@5A^#PS) HB%XU9IJAS+53L8AY/A%26WK8>)UG] FQE+:BW!>
M+*=_5#&FU";&*AW?/@5<&6]6BX<9/%2.BH>#%@],/"0\'!P5#]46#UL\)#Q4
MCV*#.LR!?:.BX<.2QP,9S;7.KXH]BFVOH9DXG:*051NRH"]#S%Y/"HZMJH;G7MQ)2R\\2IT5%Q:MSBU!GBU%$C M_WZ(O,M3C4'I_8=U2YA(DX[5\JP1A.QC18U,UIT_
4V]:H6<">22GK@^&2N MYV:7^&1I2_^\A-Q1TVR4VM-LCN^/KRD!YY7AH;KOU)S->-AO\;#%0\+#H^9K M*/7E:[1X>-IXN.]\C>W&IS*HR_C<.RZ>;2[>YMD/;6UFN[*V-O-
<#>]F!',C MX8>G&MX=[!+>/>>""/6HV7A*?=EX,9%-+44=-0E/K2 M4%]<:@Y.[3L-I82%/08+>SJ0IWVE(8CU6I,7Q2R 6^8QS=47TAUS'T')]4Y& MQ57;#,8",C]]9I#29@:=(TX=/S-
(F7:N^K(R&K=H=3YH==18_*"^6'R+4XW! MJ>'Q6UX,L.6%/.I/&X)69YX8E1LR:A.C*A/.41,!!FTB0(N"^/GP@P&-2D M:[:H>-JH>-1HT:#V:%&+AR>*A\?OW3 8HN=V*(-
RVWAD/(/DJ(*A*:3OEE)T M2^;/B/E' X"RX00X38E.8 ?Z:H9E4+X];9WP.'$^<]0RY4'MJ>]U'.F1O#@M MJ;;46Y5Z]QWV*$CC.MUT;<$W!+P*R+@X_K?:H_;MM3%4N\KHMM[C1|@'T\
[5 M8-"KPT0_,@F3 ?\+#>HMG@,L5]76E3M'!<>95!-FZE=/+B:'< +I#>?[S]>_;[_6WWU:*- M<@9H$^/(2GNF8>@^<+P'YL)=.!;=93H#@!B((?\%1Z^YS_S^8.5PI-*=)=RG
M\TGJ@%$& --^P.LU@7)=+N[OE75P43I_0*(-YY,\#+ !_/1- (01QSWEH'E MFRL%J:^H%>L7/9H.H%G/:.B@]H)O P> M-6.(X/!J!

(E$@ER6_E8MG)$N;ABNZTIY"M)74YN9END_"YC=,MUYL '^1CDU M:12I26JON:1%2K[$B\9KO 2S?U%_ FN!^!*()K)66$ Y.&Z.1+;YAQK4??]J< M-#M+I,*O;?S8#&
[#02A9]NC_'3[Y6R?OKC-9@D?N(B\7C- MH:].0]>V@.)FT_,/R2L%X'4R$PYO.:@<'Y#K!,$8B]!&;!7$Z1OVI'7H$$ ME 3"XS^VG\48YZ&C20_4@-
(#C95??]&N\LXYGYC5R0AD4IZ%3IZ!VNJ:8IC0 MFJY M"#9LR[R\"Y:PX>>;.;Y(O"=\S,5MI%]"P+Z'1[VW'/W/6, J'8F!V%TAB;L! M*X9G;TWD*>/Z ;R1!Q X/0'.50A.T SU5%["2G-
]F[D>2GQT%('F [S\YPKU M4.3;\+DH/<.3,$ 46,Z*S)WD1]H:>#Q@Z7>V\O"XV[-60"W"%'6RR3R*M'<%AY[#+\Y5W8'<2T M"2?HIG=I7]PPJZ80JO*O8V;=
[7&&+7)TQ)O%UUWXZI?LYX-Q=S#JYW[5Z^9_M7O2H_J [Z0TJ/:KXN M*7_*:LHE&F:=#S"^H]50$A:[8$@BJE@V!-)$<($1I99I]+9S#[$1])@5R(Z M'U"T^%
(97\X@&;F@^"YO7G+4]?&R#*:<==O!=F6UMVH\VXZ#/^[_N/SQV^WW MM'WZ)FV@%C0\J0*;LT@ZRMM7 Y.'WE0+\F32=SU8-OR6-C[&#X MQ/T+-^24X&$@ST^YG:JF$JF\
+*?321ZN\LQ':FRK*60LZ"03(;=42E$10H9 MC[.Y[BV%M!1R) K)M-,Y*H4,.U<#>:AF\RQ:"FDIY#@4,LHT!SHJA8PZ5T.Y MKV3S:@Y.(.^U#29FP-W??OJFO,3R*M6QX,1Z;56DITS-
4KWTE"49;"#;F^Q M,&VKM@:A3Z;5SU'9\015^EZ_Q.XSP:Y,]YY],Z=IYVHZ&+7H]B39UH.\E-:9U["&M1CQT1W"JE%-:PM/VV2N-7, WH]#MN5:3^ MS
".HU(_=915QE&9MHS'14C%3#$Y/%TV&+DZ\7(1L4L MAP/4D-1)BY&O&";%2,)'#,H$ABJ7I*"N6VADCIXI8XX(9(X=%K!&UP?CK+NZ1:R3
M1:R"'H"'12QLXZG*_:G:8M,Y8%;!5(W#8M:$,&O8:PIFG8LKNZ >COGYJFU- MF>5M&\P]P./$&4U!#_G#LIDISSS,1F)WFE31V$ZV.Z0MMB3IVKX630TFA+HRV-
UM0K_J!B=M1'] .XM_.8TY:$6Q)^?213J#%N\?-G1U<^85V^V.!YO;[5[K.F"^ M[]U2)UM$N>^L).'%#75'6&#=+7*#A0UUJ_<*'JN'6+S:N5*Z15.>PL4_,9>E M^^:)YK_4;0[;5F-
_?)>M-."48\W++C+Y@KZ8'K8O<\S0-N!^>XL?7">]'D M[6[!\&*-SCW3,U.EQW^$5?!/^[R3K(RM^U9,1\2WGKO2N9-M4UKLYW>2- *& MC15%Y+XZ^6YI+AY2P_M&1'Q
\>RRB0P+-,0^P7TNZ77=TVKQ]!A5ZE$P()@ M-;$ /"_>-_9@=+FY1WC;GADDRJ2.]LQHU[7MF4^O/?/A&C!O;+<\ZDJD$A?.OZ%2:U7#[M*\,!-3-@)Y])"Z89_PXTU\?>T2 U[YS
7TAW<"_(6D P3W>D M-_B*SG\FKR3 ==[*U-8Y<$D--@!K77/&1QQ\=^#AL+K.1N25.ZA B7$(L2R> MFS:^6[, G%&GZ:@E-6WU'QX?K7!M VY:TBV#_?@HXC^#?B'U>Q?_W94 3-
?! M0P"]&US:WP2I!'A$]7C/LO8/-O4^9R')UEV+*:H2&P-$6/[#O-\J6OVI_P M7-.'&W[WM46>QEKWE(Z2>$@(@^$;.&:=OKF6DH0 [!^$(,$;]"6/@T 6: M)SWH!^@?
_\O\#V(XH7$/;\.Q)_S]_11$X.#T2R-PGYGF1C 8]\!(':XKUQ)> MX_'AA\G!AWQD!V .ZDN!C0*$4T+D*\KLM*((G6SVMOQNA^Z/WVVXU2!)K5D_ M
I#]L(Y8PQ5N#O)R7"]QK3D27_(%\:;D+T81F M&EZ$APZWO(29,*:,%?4PHO=(C(W#*!YO1G.,;G[G;O(UGYUS+#VJC#>PVR2H M?EF;(Q=#E+LL&Z!
[J4V"%PBCPX.D20"H*&BFFP7-9\X 2<;>XEMNYK^#P88(MF"=(%!STWLTV9Y:29AR!M4.]!*8!BF*"/,(*Q6EG/*"VY!?[OP'3C4/'U
MW0=IHBJR&"P97A,*+&ZX.C3N[&G!>)P21!X(Q$@-\^@WC48U"^M?R&4+SL0$ MA8Z>(B?$8G@ B2^R0ER,JZ0[Q#0S\JS0WX ..$]<1I63GYFN]7RX2G,-(=R%
M&B61BRKP^'%'XIBN6<+3 C<:.QTO,1(X7.E(/+ MT*J7]B!(S')YV1OBI^E2PM8WP*CPD>"L/Z7?H& MR.)/ABCG^6Y &$:.O2=F6?CO#
(YW@==X86PMAG:T5O@,=*FE]HQDB3.]=0I9 MA7LB:)C+E67JIB\E'T'!" BAP31E!776_EED0/_Z"ST9LV_C35$'L>D2F)O2RP[;5]B,D"> MK*-
$F:R;47IYC+V.5:D8_L]6WD:K"D<:M_12FE[2T7ZY^L$6^,.K'>RP;G3; MXF(HMZH1AE4WZ'LMNE5%MTS2UQ\:O ;%]EYY7OB6C:>-]=?="_AOEA>]45- M,&5H V&T*-@XCE?]7*>
(;-DJK+TQO#*+FO00V38LJD6VG?G=YY3/E;,[%\.S M'N/.9&WIN+[Y5V2=12XQGG%@4HC*\Z,P,L(G69UM,N%0&_PCUXEEYJ%2?Y?Z MY3H7HG2N>CG._\.Q^>3:OXC3BX+_V?
4.]@:X$B]7$5A9A6=#Z"3-2I%!@'VU M:+E$1:,U=!MH7G'P=)LD^O+]\XOI)AE3G9L_F7'Q%W.=G'#J9+A#N=66%680
MM/RJ1OM;54UP&^]0#;X_N(%Z:3O;Z;T$1YAG!%NK+E17%]:\5Y42=R/5CE*7 MLQFZDVDVS74RS6;HGI+/#)WB<\>RN.N8DD22@0 O6,)RGU&/XM5-ILUI \EO MQ2,(=*.3]
()C8DU__X+/;0A'L,-IF-XDM#6F"&](=^O$\ 6#._M9<;U>/4K M+2FN;*!*3!W;8JX\=AG^\LXPO96E/5^-FV1;GJ7AOTP6UM$D.=?QRG_W1Y/ M^Q?ME<2;Q===^.J7[.>#<7I
[N=%C^H/NI/>H-*CBC]7U7911UC4 M>..C=FW>E=L?;KI3\Z^F3*&_)^GRC0N53Y0[E&+Q+QK._GK]QU%B.()#U[R%- ?C%&Q(UUFN5S!6
M;;O[BAI65=OQB;>D*FC>FI^K\$,4853M.37MX>2H2ES M)9[S6CKH38L[Z+7-\$ZZ&=X+4D?R:**X>9N2V[Q-I%'FW4,Y+VUZ1L.2#MI% M-3@]0^F7CI6%]%XZ7+9M)52Y6-
IUMH-NSO"V+;#?-87CU*.1I8*\+XOE M3BL\H-E JA2R/?$QX?]#?S#C0H/U@'(GN6PI,C)Y&C&U%< D2VI5M9Y@F4&C
M33149DKIKE-.7_+^(\S"3'%4H7ZIW6%=];M5HZ3I6&CUDVUB@MM&%U!^/K>Z MV2$7_2#AGQYW+F:YDQ)^ONK M9]7H)I70[P\E&Q]/1\(JUZSFM[\/&-M\T/W#AW_RZ]E&O
M3 5[8\O5J?^GK9M8N(Y%YJF^^\D" E&$,L/ZI3DV(^7M^ZEMNX,M5,/FI)$/ ME5\@:MLWM(:-6@B9HAVIFVC)7::G>/& P6T%\@6GU#F5R.RPV^]OCL>5_WRJ
MU!,D5*;=T6C:P$6-E;U&+AN0Y)@?U?E?H$-1T)P8MGFY-[%YP.C!L>*QL87Y MM82SKP7H5H"&BG41.%_JO7A1.+89NAZH-?F=Y]:?K>Z M.;][HS8.+]$[,>&6_N
M5%E(J4!;_3KJ:O.1>6^RJ$6Mo?#D7)3*8LVP9]W5QT&90^?D')+OCO86 M5]Q$'#D >B7$49;OHJIR_^149K>8UJ/(_4E=A:$-4/U;C-J)W4:8E$66,7#9
M;;:__G$PY9RUVW&KW3:7RZ*3L#*?G1"?'4YVIIY6K3T1G"K%9SDN9=%EVKF: M]'?V,+3Z[%9..VGUV<9RVL].4-G)W>]AYI+JJ'6>M@T(C:>+1Z[4%(P[
MLQ^::5SCJ;R8V2J=*U4> M3)JBJ+0(M5>$RF6T]2#2H',UE4>CIB#2V6J\]Y0]FLH[Y6FA*R$OCZD.[Q"3 M/Q]*JZHH5R8UG*L^DB=*=OIQT^+7+?HU5ZFNC'9#;I>-
FM\O^6S5<&0IE^%$ M.^E1LP(F:<:_L_'4VU5\^T0?',H!O][0D)_^JG#I==+_*LRV8U0L9JJV;+" M3'YKJYR?)<\NATDYU6()!H7%XNU^OD>6+2Y7 4^BP? MS[JAGA-OO"#"8

FOKG,FQJ0?+$-MK3-.0 ; M=UFV'\>VKBG[V]_&=BI?>(L2P#Z@&?<9CBEP/9I3,0L\N-KS9-'#9 F+?9:6 MVK.T)X%3Z5?PE> M!NCZ-J./',TUI"5U>(_G3D\G7[#1SFP$I;21!> [\
R'#!)/4ES30]7[_EN&V7:?H" M?_,"^%=[@08:] !P7EFE9\\ " MG1=@8AN![H=M9J('DW'BD%H.4^91\)S:/PMNBXL"S8<@#(-"P!UQ'^&3^F69@+ EQ]<$#W&!(
*F'4E.&_D)_BR],$N-$^BE@G<0>*LGVX"$ASR MANG".AS1/R<$?GA@]"%;KBSGF5%;'LTG2,"!_3N .]/;TY8.G@ =+RS8?D"L MBY= P%C""N -GA^]*]ESAUZ R(G'21N'<_0<6\#:Q
DXFA]X"$EQCMAR)]I$ MC&IX1;3PKO3= 5&SQ-X[*)'>#)C-@=NL'+L% AAQ06D(='0F"Q&$7TL DYC M !0-_K.=\ AI3\D7F #6)[R&-@5? K5.!E^7AGC/D"%(8(8)^Q)UB#
-9=:QFS:3;:*YEIIO2*9YJ5UU#'O4A#;0>A MG= @M&)S0LTU)X95S(E#6PW JT'S3+LY=[08]FX8Q,T(E5Y_G%874ZJB)GUD MC\QR5J2 HFCZIMG!',SE
/52>)!0G*]#W0=U+S#9J:';&U1-E-Z[C]_NKNG7 M_KNW7,7\ZMA_:=*=AHT=KW^++J2/HRO#KH[&VA*6T1*X.O(ZMO-@ZJBBH1(. MJ]MWOI)3AO?CJ]/Y(5V4_F0[<45H%KKY
3S49Z9XTTU# $K"L_Z%JM8*-!G8 M4. O'-?\BWJJT=(3&F'Q\LA<"B%49-2D389_H +@FS/'>.:*MOW7\Y)%6^.* M)6UA!2IQ"*'H)9'E@I?--%]?P(<<!X\#.5-!U;6))Z1BL*@41W)'?
=S97Q M1Q*AO]MH6DI, [:$)PN6)UBU(/_E> /B8%=H@SR![B1I\'?)PT'56X<3L!@] M\VEA@CYOYBH1^]THV;*P"3@%,F;1')TQ.&RJF7&0?S M0[ST9@;]"FR&DWBIUV]
.:!MUL.2B8WY9%9BQLO.+"^G4L3.U<#<;=K+_M7)@<4CT0H?7E'N 6\S8!NF*_FRTBV\,AO&AY$'K>G90D:+F$GI*2 M-2[2$-)$FJ]VI03-V4"0QR(YM6:2FP+CGFS@CR\Y[F&]:QR
(:F,NME&CT5' M7@=%%<#Y)2@[Z(;,4KK9@-8>8/RB]6$G374#R>^)I$Y#UHI(C8V2P-H:IR'[MS./F&?>KSTUWF:^YK5PX/A?6*9$+B6N4F,ZNN>BO!H"F (S@-WDTX7Y-743D
MP$/#Z(03J4.A,AC:,CIL#D.5.6>5"#*$T0#-WD6I'-6@NPU0J1S6S)O&=2P, ME4IUHPPJ""M08 "D"8QLO_#8-$IP]B0OF/TKM$Z!D"5OH='9T<7WVI_,T$KY M,DMZ[P8EXLL-
=_W@FC$>"#2SC=>$L[_Q98UB/Y\Q_.B;2T;3,.#?;%QXAG&O M1\=ZY#X$2WOR I.\$>[,]+G74!;!+8S./C+/CUB$<"SHC&'$UD-Z\4R/^M,# M N?
&/641IXOX/F<9(OXKS';>#S2WAKG3S(R/\/#0#^+"*_GL$ P8"\>C.,UP M,@@+#*XA$[##L2168(3Q2=/'$!XL?TF-'VF16%,'H.E^&*DG?$ (1.T%\\G MX6R:+P@P8,9$N!.>"[P?
P(;!0*-,AQUM@A(S/(1N2H7F%I%*)K"V8L](FT^ MZ8V[W.+)_JPV6^?.=_0_%XZ%WK]/_P:D?O[N^#0L"(X@<',FZ@R&&1\U?:1 MF,:#?F%@9?
2";%Y.\O3RN1]_:'.UEAM,^LQF+G=)C;GLV>A)]IB.DXJ0N")E M)=(*<)8 DSJA<(S]R9VW:5G%F0LF)X0Z(B@YCS@B/.(C(;Q-,_/%+T'#QL6(Y$_ 8@H,:MJM0/YM*JL_N? M)O>O;-
C]#WQ1_)SL9M#"'W=[V0:ST@JS)? VXH!O3#BGE3?S_^$OOW%O$A,T-J4>RK\-JQ.;>=M2 5@-IG#K5P04 K']"R.V($&G M[8004XX0.9HV(D1V+Z$/WF6B_)8/ (NQAV\MY
$I^%"H #^M8]=ET>733^;J MH) 0)*(O(QSIYP!%[76N>MVD6-LGSL,/21B MEU_$RXL\4*J"N%#L@"IV910H 5>_SMQ?KJK>=1C5 =$YAWU)3Y@HR-UF7,< M=HVA9
K+.;80ZT#_2XW^8*2LQ8/XTJEP>C)%:";2T;QP'!_<\4PAOSDH&9X/ M@@CQ@X_]PS0[S$5T@Z7@.LA2X5ISN00#AJ.*H$_4]67)<'C0;BF"M@G_2,2? MHFP-
%"]FRBS1$BOU1]F+(M0;K2M15-/\R#N4FJ2PC'+).A,W$"/P)3D=^A3I-D>HHFR:0FDR0V/F[FB#<, M^"#GC60;$@DQ5"/I,U5-1L;CY\EC54B#]=T,.D:U# #.]%Y@I_=,X+
ME08;,6DW9T0-1$@7/!E$(Y#P).U'S36=P(N9#Z;.$7'XJ:$[HI69(^2F6V+T M?AY8P#@, +UKSCC!H:4I@:SN9$^@$_@?H4HPLYE!>G/68YH"@*Z*[3[JV;72H
MW+*5XU+"\&=04:5^[^*_VVS$;#9BOS@;L4TL//G$PBU,Z/A^9*)_Z69%:[[F M49CG#-.MX-32%Z#UDH8=R8FD)*'W\==YX>L*YD>K:HGYT8UU;>>-E/:")<;$ M_@+-B7-LA\-
=1+_BI+HR,?BM0YLW@.94YC@/!UU%&=4SZ+C?!<*N:?KRJ%?3 M]&5^AC<[Y'E(7A'Z 2^L:X-40>LAJG*#>^04I8#J?YV;A\86>4U]U_.]^3/]P6G\G5=J[1 MT\%+:-
_9PQGLK<$/[N)W1R/!PV?]YI.S:XSBX>9STV MN"A:,MP<(;J/($/9*D1K*MR21XDC;.O'W4%=P]?.IWMN0BE(>5#[2EW&63EL M^PW]S\S8HD.^AL:E!6'K/0L[@K_WQ0;*-AWC-]?
QM@6R0](:XQ +=3J1^XV9 M/]#VRJV-H_=WX^A>);2KRM4Q%Y'6]VF\.[PG';AWF?3YO2%[#O, M"F &K_OA!,'SR9(.V@C6);DS=CQ5<TAC! MKKKS2/D3[;;;%,
[\V7'GS'Q5>G7MG'E'Q5H<0>#&Q%2.=0_[0$/R:#20!SFC M;-OY$\U MP8R[QR,]\]^E<[5H-_=?,+GB2K6QX@%9*/);3"@ AM7&Q8,""EI M $Q\(@\G?;G7W[G#\#F$_,[5T7^.
[GRUH>[\H4]%VI.ZW/D-,2\X-0QRR"&5 MRHQ&Q/'QZ0_F^:)P-=F@"LOQ:A1GZ9[JK3BKB_;XZ5W;QB=Q=O<.?K1SR'N(M(>^Q/![WY;Y:5SC@^/)NA[$69R?O\O9U2@1W-
'FWG>:JBL$1]2F:9ON"M&;: M/@(,E>)^R)7@I7E]/C59IST,3 MP,71,*FRQS,'TJ *XNPCB>^@EFSHJF7N4GICVM(STUSO[9;\D!+[?Q$6-*R. M;Z,:7:#S3/.5Y-
EV)7FVK@Y]!G4!U2"64($B11G.JY^R5&$W^J41N'B D6HT MZG6NAMW8*@V5.NE"VK*-S'#5HVZC3XWY)YM;C[P$3TQXI[13[6?A3G$R3-YH
MF+^_WBX'-2'X^.C'O@'!1W#LXYS)%"]"\./O= ."CV>YQ9!WD(?MXVT:WI M_7F!O1^I^[R+"2PN *\^7?/5D/8!.3H>VFAFRU&:+KAR MM[F!]]>=JUSY?'S#Z=41PP&Y?
T5BP$')>,;3FR[D*A+#&+M"Y_2$?H&$.PU! M]M'$::^V(3V;S-I6\E5]\AI.)OW)[X!&VQ],CL^YL:D;GXKH"0\0D=YT;N]^QQDA M;:?3-K7@6)U.FQ(&CIN9 E&(40IG*GO+-2N54 1*)
.I4Z48MD3]>FCN#C'C MHT;.#Z:7_$Y#QK#8Z5 M.\\XO;L_W3I7[:5:&Y_8]R4>UW*#,4M,E^ M\L++D^Q:8C@)(I*D:F61[X17$("M,I$.O>BXB/CGGK/3[/N M19:$X/9I0
M3+=@K"P3QYTK11ZH8WFLM.T_3Q,G-S+^+5-@#X26+^+^O#VH>F9=C!K,X!,] M(5QF,E6]6&Z^CX9O2ZQ4(#<.V MS#V29[H3Q\L"(Y-!C?MM?!AHHF(8:#I5Y4%.B[M#]P-
J.\ V)2ITCH&?-3)5 MCL*47J0V#.O=<,,C71,^X$[-M@(\#9OX5!HC-3/MDM(<+PCEI"1:2DA'ML=J MR;[\)+H4W3'WT=19 2%8EJ/3;S?S6Z8[#S9LS."FZ ?'\[ULZN5D?.JIEP@
MS7ZF[-[Q.\JW#"S?PWPI9P4TS!L^F;9N!08CU1K.!"_#6CU,V'1X7N8%Y,;" MB21.4/-$9]=W3K\A1/ <@WO[6O(P 2[KZX,S/ZHVU/'#>8"V^M/C2]I"+^B4PCVFNOB!'L<$>
MF>6LT*+-+SAM$XA?4P)QUIV2&G9WD2D0%P8C_+M26' EG/1QL66DTGG]J_6 M,8*D3=-OJ>PJPY"I5A-MA0GNR>^-M264ME)T!E@V-0V;37N5)5>5+;,.V6
MRHZ/=RV5%5.9>A0JPV9!8WD\W3G/J &U8]=A1_[&;.9]%IF1FK$T;=/S,5CR MN*WUGI*[T9-,!LHE@.%1"$!9:XGC_L5RV7V(S!*IG*>Y_F/CG+^ YIJ-AI4
MG";8GG_MYS\^ROEC5ILB3X?9AGGM^1_V_"=*.7]L,J*@T/S_R/XRM>6?H"7 M7^)4]U.B0+WC:]9.+O/W-#>IO305V AU0&5$^<@Q]$?, -1E2=U-]NHX3R;
M[<=HR;@EXUPR/HX:B/T\QK(ZK&NBZNLFXUT*F MRY.=JHLC]?G8\1.*1Q64$?T^;\&*;O?@6;0:;"OSB6_8T1:1DO8BBK-G\ MB9^X2$0+0AL-+9"X!F9F+
M5\%*M".O0%JXR!7^8_M9@,),3>6QW.<#,A3;]W[J15L?XEA0I1-6D+U+:.P MC"E5UW214]A4V.*@+@S.+S:;=CECROX,=URIP.R3YMJP;R\LR,P4B(VQ(E.P M#69<^^(S?-
):V=@^J#@?!M^9+WUU/$_ZD>F$O<[SPI*[)..+=P:[.*ERMSO3 MUAE-"1!%;]*3AJ5MDB99"(^0#=,P 7A.#HJTIH/+W@1&FW+0ZYMHN]+[S_!E9W>
MXLZ_%_%W$ N;WNT@CT+$(Y>?MJ8$BFN)URF50F#Q8-OZV[6P)OMBZLV3HE:L8 M@QGW*5]+/>GREGT/&XQ_PPP/Y/]LQ?,'W2NIE-YD)/TW2)^B_A'0?Q,[LQ> M$!^K"7H3N:>
<1YO[%O//,S"2A[P?PAV-!#>3S,-FTX..(+XV0M!03-C,[! MS:KV_H;=7Y/E>O3BYWSGSD=F.TO33KMW\LN=#^!H;>^O^?[76M46]BZ7-#%&
MWJ81"Y(SWP7+F\JB7OO]1V#1]2S., M*/2R2?TAF$(6)17$B4>GN%><[B"I_MYDO*F==;UVK7QA[PV2PW<\J9\KYX7L ,2IW:HO"&:NX(.P .9+7?DZ=*Q9KV
M)EMZ+1ZE76/[QJ,QX-%@+(J451X.=D[2;_&H07C4/P0%X8]&?>H-ZDB]X?) MZMUV6HQJ-$9-CH-14\ZC>N.1W)\V!:..: (=4SG\X9]/FL^DE:7I-! *4]\O
MY@&EY#UI+HVUWT%%/)=9U$5C :<;2>B+K;L$5]\X' MS;+$4*UKV_@? ?-R\K[?ZUPI([FGPG^CNGH!-J @ML6M"Z??.PQNSM3AU5CBU68G<'[_*:
%J')3T.^N;.DF5\4L>W5CMU_DDA25FYS(;F+';V6. MK1[2A9I8Z(NLS/X0K,S15%:'(WDZJ7_0,"44/ $7QZNCI1WN6TM(-K>F=:FAQFM;71$GH_1XH\G$SE@9)UV;2T],H:0>G_*ZT
MI/0.L]]Z:$GI;XXD-)Z6:@HZ%)>[9:R\H]:)*LD"N+@IRU&Z_YU#5OF9=T/< MF(T>]B?::'(JA4GIZVV.!$O*8S+*YKZ,-2]$,.[L,@:=JUYWE$T-VB$OOFV<
MVK**5\PJQK6SBDT>LOH74L@JAL@JQMGJX)95M*RB914OH=!^[:QBDPNP_H44 ML@KT['4G)4RGEE6TK*)E%24H=%([]JCDX:Q_(86L8HI:14X&\.FRBBWNE[A M*^R-
%7.6UWA5"[@6<"W@3N*J@D$7A8,MFM[2_4?8(JUZEL)NYY+'], U?9-Y M,N^J3AW2'9X^)IE4JT"-P!-UC[+T;;FRG&?&I#LJC?P1N/I'YCTPX+-O,'< M,:7W[M/=CQ_T:__=VI!Z$A^(
)7IF?")[YHZEA&+[[U@]B^F^Y+O2// #UPF M/<(UN"1_H?G2$X-/;,<72X7[J'TYBSJ;PLTZ1>FC%= M"SSJ=/\L&L//6+HC/"S&!XD.8%BM7.16?R MZ2??YF?767Z(N[MG>\U?
4W/V2/<81,K' -/XXHVI(@%<6KAL/8I?0U0'W MTL$UTU[$5BD4?__5%MD";NTTEXS'P]D1,05H!VLUWKNHX7Y9)\R>DMPVAZ MRSD,!.GWZID(8MB6>?
D1N*WC:=9OL(^5]R5D/>''-_.OCOWP%4[$N/9PSD%V MU=R1RPT0_S2$U.?$**>FBQ@$.6"R:Q+<&LX9H5-/ M"B4D47-N$M,'#@R] , +/!D8.O^,SQ/LQ],-'["> Y'P3^+A2"^]:NIXY
PZ?K!9;PX[WNMK-V:?0U/)#]A'?C*YY,'QX+@L]& M/+I 8D?))LK-= &P-YT_WO_XT'G;E:Z!?2!VH&"7(_@!^B7@2^G>Q(3D M]B2?N=27!H$"!^6*KVBQM(3D\>">4%0N6>()\
I<0U=*<\RB^KP8X:Y^G;F_M7%6]ZS!H^L7&(2@+0"46J0UKIY_&7*!QAFR*,_U_1O3R3(.Y@F*Y?H+9&32K M1O),@!\@2808^!*AZX@GA K4W?7G3Z$">.7@.V OW^K-
&?<^/]@LK+\[MJYY MBQOWA^;ZXH\$&^/^"#,&^(;FK6[\FKTDX0$'X 4&7:+YE:&8AP)4 !X$,4 MB]#7AIU)60#)0@QH]LTPN&P"R@F(C5@EB\D_@RH^:Q<6L#)
$3=#A8@-9'R@?\6/Q*\W,\B0#3!8R.6.+$<6I MN23Q"S F"A80H(^%M)V;KN?S:UR=II%I?%Z@%X#B$[X;EDI_BY?*@!J^:=$# MP&#E+.>-^9;#]^?*=*.17N%.:5PF*@4:32&4X?
+I6?0UKQU+5FB\9<JO@7@(D__!@4^X*YWXR:<$T Y\"\!'6@>_"@?!!AL(AQ9+F/T"M'9Q-.9TL'!TNM$YK,+8)"[($5@KD#'_V3 M>P[KP:0PZ5D4L]X[G_U1G8_@%C1?K(X-
86=/3E9A.)+!4Y1!\@!Z]FS9B'D M2\%;[76N//,GAW>&KT7P#.4/1[,L N+P2^<)]%?8AXFR$%)E2ID7P%[/?PD M-H!IGB-^[ZV)D]BRU@RP"4W/=VD:M)*XQNLGZ0*-S74[
ML9T2W;E^C#C*3(EN!SZ?UL#G8@VBV(VGY"#CL!?2+>S1$C80'TP#["XWE)8I< M&C#KFH!]ID:4[S*0JA2:(4>9\$5*SDI8C]&P7M*!(\L;;N/!%U1-D,^P!^^Y MWL*<^U):=$?6]
ST5ANX6=JV !/">,!A?\"UI =R>=FIY6=$:T63;+39HDXY ML\+|_L<$%&Y"(/P&Z\+F[3=V>'E56UK%2AVU6]2A:)FVV0!-#70\&O@;Y7N0 MG7#GPS]<8 !4;A)'9!L$4)%NB4PUO
M,\SY'+10"(]8_X3CEDF TDS73*T(Y,I[2Z+G&FA9JMKKOM,UA9Y*,*[UCQR M9Z7GKR.Y:W 7K83^0+0Z3]@SI"JE/$/^Q[7UUBD9OOUR_^F,I'2EHBCWM^OOU[]]
M^O;I^[W03>ZDCU_N/OQ^=_?EYKMT_?TC_'?]]7_OOMQ)-Y^ESU^^7W__].7Z MJ_3AYOO'+_?A-;>?[G[_>D^7W/SX='N-7]QE15$YJ@ D+I-CL&^!1L^Y-'W@ M,7I)$3=WT'0-]?F
D#,B!@8_3(JZO)WE__!8O5I9"+23TMX("R^U??^&-59NX,DI(M8I;'GA:8IT2R!K;Q_[C"'1306U*94:Y]1M]ZOW?Q_\)S/TQZ1\5C0A%(-D'^ M^5!:&
%W!3OD/G*\GEL&I(>@6@X:PI/F&A>6X_Q)19PBQAZCPR)\X9_&!PK(05H*BG8*')CVHV.!KNN: MWI\>NM^%(X2GP=$>/2]83S/W+(.\3"\< A"-)G% ?K%8MD-Y,*A&
MR:GERP@.!CI6F)\ !L]_> @%[L;>)C&TQI"[Y1T#>7]+JYY%'.!5&-[UL'.MA,]#HT-CBR&4?@<-?Z0L; /KP+/,M:4OQOIGI4+!^G?Y1V,(&M$@WP"PI
MBX5A4+$1#'ORU0O]001105YI+H^2/CGNG\"P;1>4$]I#&*L-=YUFQ2#H;0GT M!XTSNC48\?#WC.$$/TE[U$R+IS[C,S3C$>51"">;/<799Q0HQ_52!"]ZZ'I2
M0B0(:3ER)"GFIB66QS,GS =-!#KP+93:IJU6@&="H)4T@M/??VN)A)MZ;U^ M>C>7*Z!=D9<4G2$H/G@QY5(@_6DS0 CN*M"TA0E8A!]XP4BI\FA3"B>FJ"C M=P,58I%BP<-+
0\D_5S!IAE*96<6>+ZT6FB@5>F.\6S#WG7)I:0Y[I_!6&C\ M+*"B10 *6%ELXH>=0@"U\A44<@V'KLBO]LJ+!P!7F:SN2FTTOAC%S71@ EM M#9D/LD1\?$*R<:1A4([CR!E MVS-
MYIFN4,.SXVG]<'3H3!=I:-'1AL=9+)"$84Y!$:[XA.5CW*XF(R0TLN'2 M7P"3GD1I4>CW!S["K#"9D+^2%,"U=YVSE#!=A.(R"64.XM/3PD2O#):..!XR MCL3YA\6"TD)
[Q/@CLQ.%A1%R8'KPC"5+#I/$5W(@R3Q_>#ZG+RF9A>?4%&)H MRXF:BSB>]JP8UY1!;>%>(4 0]&!H(BTB2@_^V1 MN:$K,$>)KLL,FE;)&DNDF"6FA=F._)(Y&
[Q:NY/.D!1VEPWW.0J[.**T,6 MH^G_#DQ$L:A$JPB5*.B+O@QG$QJ]?_\^STW2XE0S<2I?!<(1<60C 8+@%7'P M*NG4"J^R&0H=S:4G"+LG8^8P'MD*#O^;\?BI[C6),
(ERFB270:3DJA5(QU!G%[IY MBS#-1!A!X5J<%9[C8(%S!*%FAZI/6.;=9:TZNV)'3^IMYRD#=!0G"PE7<%24D' - M)X(]D2/W=]N=UKBX#9A6!0Q?%%6#QO.NN"U)>"%;'//-8-
]$MS5QZ&>>='OHN$ MIS>-2GN!*NUS_E4MG3?SS-?41DP-I=AN;*B(4_4"S#UAKB>I1([I0T SNG8)W7>>/ .649%'HZ0C\7N<>>[0>D&M,T_%*LQ7K33W8 ML)T/%4]1-
#>7L\#U6#(O<)L)FG%R&NUQ-_>X$]%13+XDMV33MF73N25HR@](5 M08![Z)@LZUX^R:R+[<60TX#0]:8 [,7W#L3!C]1'43E M66$E 2\DQP@$YQJD*GC/GL^69Z[GG=/1I]/2-
>,1N#N30*C;SI+W5@KS*L*J M.M/&L"9'EC !*Z[%#'L.8247]OET34KV,JG'F>>36]!+?#RW1 M'CE2ZRZC$ MD!*(0X>AT$_PNI:CG"):Q>?ZP)R5@[8@:A)Q'2=F@DNP

8,ATF'(B\I4'RQG M!MG?E%Q";ERY[9R+DL[7C:R5U3^Q?&R!1)#$& 0X.T9Q/ M__*H"R!(D;(D@A(VWIN6)1*H]LS*.W^YOQQ4ZB%61@KWCF6,;(.#(+A$<,AV
M"'8Q(&D_BD&28PT.P?E]EU#<%]1>I=K$ON<#6)OS06(XO_A^\?W#BU>6\8+< M\Z3UV/XR1Q%FP.H77]WH>X]WN6;=O]>W=F8GA:H&RE[PX[Z!Q,QPMP/*UZ&C* EW
1B+NN?Y%"7 M.J (Y&&-,F6\UQ*G2I0G:FQ&B:\0+M:"_^CG6W>$[@7]H7 U6L[?A8+70+=G M8;HG^1MP'<9@ZB#*L8]AE5"9R K90(-J,XAM@"!?SL6%ZUS-23]=<\;76,(L
M80B/EO,E3@26M[M4#DC^&WT(QU,D"V-)*ZQ0<.Q].!6:GT Q@.@F2.((:=9R MOHJYW!:,7A(= O&S$5(%_MN"93D! P7.8N @69HO61S;496(B;! R>,B_C0E
MK-.BZQ%JK(BR@:9XN:J9A+]""-FPN0$.R)!%<1IX L.4/#2]-6!B8MU"!@2 M$(4)02],S=]S0>^9>C_@4#[!^2K$C)H10DH(6_HT$*$0%[Z'Z$ IW? B#4G,;P5DLIZ0
M+F($D/-1PC/!7GPKZ.$6992KG99YD*ZQ0IY+2=WQ?2#(==J]!D)NSPOQ2L!F M]1B,]NT&PU1B?C>HFUO,_P??TXIQ7: PQS$V+$G%QL.PW$(/B@\JYH:QED#U M"Y#P0_ZT&
('1@J5Z(I(QWPTADVKC--UZ.&8\&)^$ 6>1N <+/+IQ;D;<4-DB MHE@EPPEG1\$R"V:A, VKTOE@Y!@<.XWY,@\G/NB@EYR5$P]4T)3'BU#RE2Q/ M^#%D0\U]]T>
<5"]>$-302F,M2T2;B1@G4P%%\7-D0D_8[X]\%PIY.ESOX&3M9(M5*81(8SWB,OQ,@/Z6OG$_P' MF =\BFP"A/L/]U%\]"KK3XFP=3/1/:$$YO+=4;=D MPZ#2+=S7,/*O,/);@B-
[S_IK\=KYDRFK\,.^R=D@(%]WR,ISQ (#(54T[MQ(=)++U?;]F%0"Z%WRI(>L-^AOAKS'"')!;+)H'(J*D4!^"0VW8CP D&^7_P MXOK/%Y5H;'@;?(%:B2^ 5B4X4%I:
B%>*5NU:%@S"TA31/].3!EM+LY$P(= M63"(#=Q<#*Y&'.6PH#@##8J_+>V31C\%6$<*'A,.@[-GEZRS-YI+]FB73,'U M';Y/*(3QO@1A=RX[2W=[QZIM6Q3N!F^0X4'H0OB,-
BH'W[DJ_*3QUR23F.=MEY)9KFLO7DXL3*8HCS0NQ"1/XN#B,-:6)6-,F+DI1G! M_>(T"#7R$.BW?-DVNC[2F9/AB,X&(XIWY@P]/H)1GH+P"D>><_#^Z^=>
MI^TZ'Z[_?'WQ_NJ52](E1$QT5K\8\=H,0ECEC]8MOYP>8W:GVD*'\48#?FO M^/4/_,UK;33]J8V&#V@UN&438=DV26B6JW N?#"/\L1+ L202IV+"VCTE^J7\,+-.Q?_)Y' M-&!R$?
E)/!4O7FU5V_%P-D1S&=;YJ,#Y_1[SN\A_@%:+T0ZU$((YE>-TG;= M;W'QL?L660[5+'8<:N9'!<=^HW;=M GK3>&I8$<#^_/05HR&P$U(B)$.7IQ_M5FP\ C;/0/E.
<0@EHOA.20_#9SY>OV\X:A\XZNW%Q=M.M_L;<%;GJ*,D:3[$ M+R>8.011BO'.T&$0JP+M/U\>?FW+G! $$V"06!Q%<@L@3:9-#79G"O@H[*$ M MMY+$!Z64SX'Y^#] M_++?
[TGV.CDZ?>*7#9]LTK@L/HX.WWV]@E]' CWVS+F\^/ZWCN&N3;GJR@,C M(2APE?4]*I^=3F7;=5GDY>%01;*&5'.)K7:U*PQ\.X&#_[ZMC]]R M3%U9N0"'2\+%'MK_MW%%-0LT
N9>+*!.]]@Y0-O_ZM/5[]+X3[&FV>?X@YP_MX*-_H*U\K:*X'J9DRRO+W:1_5*0#PPE?R8H'$SV7UCK6/\$O)@LPG4-64K@6 MM-J]R/@@&/S@.A\,FB.XATA'#1 MLUFLS7?
G>C$3SODM>K+ASH=V5L__=GATUD=U=W36<35?--<5.A+,J_U>##89VU8[<5? M*5'75$]=-.!CC[R"QZIY6ADF[],'0BX.=LQHLVD.+D4"#TFD]SN]*0)88Q=
M.X9.H9VK;,]]*@[Y5'5!$Z##(JQ_>@/LR"[W%ZR"B5=*7WA1/$C7Y M#7IA\%YY8^E<^<^&W5MM9ODL@?_OJS?+/[?@3[]5_/ZT==SI5/ZIW=KV]\?M
M[;ZQVT.B=':=5M4N]7M]&NV*"%3]LG.Q_U&_$H\REU$*Y;SNSGXZ'25&F//11"O?!KX(]Z._3F_+(M,=^\[W7M_ZS+]M*VW< MB#R2/=TQU72\4S4=SVCO[Y30O\IR?
W$0B/35,]K]1>3+(7O/:-/?# 8$F4!) M'!9V+P58R6KO],G *>TYB>?\ MV33P_5 \S)$MV51T9#*#NP&3K-S];=RSVY->J<+B\9X@]P
MTD_X=,D!^#YQ.K]UG77_]_"'_P0ZDZP3G@Z.^=-=-# M2XG[^G[M94GWM][N9?+2]W_12*D]]U-)S#T8I?NX=ZX>VIE%_O@;1HT]>$;[M/?^\B2G]5':
[L2+K=M8HLBU/8]\/K:1XGCZ7/*\[\=_8U\!)WM^%%XJ%\XX2 M=8\2B*C]Z5#E8EUO4*#M2>_71) M\'_J8N]Y<'=V42&TQH7OV;B8%!#Y_])7@G+).+&@]6WX]%.X-$VS[7T!]]U
M(?R#1E"?!L,(JX>!$BCE-H;ZW-R*@Y3B;/>LAT)N3YEMYUJB[AM$V M831N_*GRFESUE:K/][1(&,NNK_T] MKET$&KC!;AMQK7HZHC@2JP^G^=2J3]'Q_D:M,:L,7_OWA,*
[HRZDJP!A[^>" MQ\=2F[.>/9<2L/S$0SQ.<1,CEF>:#]+,(W"T4*/?5K:2!F7A:&&H[R(.0>IKQF8B#5(6M*"=/B.D@5!\=8K?UT)LQT&_ M/=#4=X,+I2=B0]5*H%$%9;H&??OR_?
SJ"C:4^Q(?+'5X0@\#&PQ(M4,Q"(2!(&RP3\&ET_<#W]!<&$]-A\!1&^,8N8W?CI70 M_%8"TVS /?.?@W=5'YW>$[4OB09XR7*IY+&'C::0 M"\H3WF#P.?Q%]]$%>+HN8>
[!'[PI=MD>?!U]?L_'06A1_)S_223S#$31\ MP?CQUQ6"?PHJ2>(SGKL_,QCO'O_X?+%*P>A55))9W7" M@>Q90PL%%D_3E*1MA"'T9]5GZ*"52=ZK1%=&!5-Z)\<=0-81+7"(A"\]@.
MQ)#F:F+7*S'+!(WF6Z5(\;*%'LU4 @D ?]9(^"E(@B'.[T82AH],#MY^/G_% M\[FKB%Q!W-E$@Y&^TI=5"P#D+4GX@U([*P*U] %MI%I9L-!L+V)ZG+3!0CB1F1Z;L56_([L7LGM=
(:>G$/NTF_56SP46[AIQ":G6;/PUA$-#8MPY+&< M4P4+"\WI%+:3Q9FGQG?PG [KV+0TM<>*(*%:SEOUD"4(:-P'T9B&ATBC%LT6 M@TP-^S:/1L,E+BB/
R4TE:XH:@72%Z\8U3+U1L(,: :N6'&QZ7)6D9MQ6G$> M(@O@P33(]+/(R7'DH/G5L@3>3N!HR-Y-'0'2; QU6[[0N,&WBDU*R$]E(QD^ MM:P[96@-/"8?#'50,S=Q"(+"
T6,F.IYRC9\@.J8KTD29S$0V82 MW64Y.!%!T/[)4^N0(=7::Z1"R&\%.XN.49@MX67T:9=*DI;/D.[F,(&#(AT] M*IXH?NM=/$%3YVT7W2#IKSR^IG] V_I<$)[*I34-PM/>(SPUBN87%
V&2LF2 M4--!X6!%FLF).<;Z2:?H1]EQ- XZ?*,X#&(%=SGW4MNMTW/2OI"9V"%E7.CO MTL":X@Q6"(4SR,PGB8!N)TC]IM53(]Q PEHD[$-A^ :D(Y2[T8^*4%?E9%^#Q M?,P3!-
=T[9B,>:F)@QR])(92S,$AP-1&_:6)-$.0 M2R&&U*9Q,IM0#LLM#/Q4HG <<:!\(";>34#C\@Q,+SQ'D&G^WWDD))_)-Z.$ MXRE+P&Y6E._4^=*C2.*+>#
:SR'U#DG>8O;N$0\:I4*N[:'71Y<79]?K\J M#'HH3LVT_6ZX*8G]*'MN)JW]*\9(!W)(>NE>ULBIF.% <+#X\$;;K$4^P^UW MCV#MX@=%9Z4HD7)#932L6&6%WZ8)6G
W#%MA9,D:9VKBU_AE&74(\PS"Z4"$\4<'T%M,I*+0.> MB?P=(THV?)+'UUGOQ1VD 3Q-S8[%-:!5@T/0<;ADG.FUH,63Y&,K-,0^HZ&V M(9@:<_[X,H;RVR9MEHAQ'O*@
1'=!$D<(17<&ET7%5NGX;OB)RS(E^ZX\;0+ MAAZ/@2M+#XS:I187KXN/+YM63:)YQW:5,9VZSN\77\X_G__ON60 (0/*0%1N M?CGMMJGYY?2T.I1U_OD*E(A/EQ<#R?*>\N
]-6^//(*)%XTI-8A?^2A3>, D ME_)UH._$X:6X"?#"\"'/EY>'5Z^(FWT,9C%A9"_DF @/EF:<"^ V=_?NGJ+ M2S5O+C)1%A@>O" 3XD,S'I4V#Y 'JY-/*V#'L"?
8C97SE\>ACCI*M49UC+A(+(KA,)]]L(WC4LL+1C-N,U)T0*08[03P,^4(RUD.KC=R MIC=.!(=W:Z0A5*]2H@#B9Y!R:F@XA,T$['K=T,R,RKGH#QU!EA8S7(P;-$G,
MK#^XNCVWV^^[QZ=G3CKQ*$<_DA5GTRG>XBP>_D WSL.O#RF.];)STF]?X+0@ M_HZ,+8C#44Z*<>XEB2?'A1]R@;
(;CW$0:48/Z1Z[]3[_^.CVU^LGE%$PDJG66Z3D,8RD4S64[<^6%2_/!/\"%HEF,.1RO'/+*)CZ*2')1 M&]E86]GX$Z0A&8K 8/:,$F0@>YPR6 ED7YYK21D4HZ:L9#UX@B<-\E%
=@[:T]C('@R=&P](B ^_O1"Z#=XDL"X\ZZ@H64]QWRE6T?@X MD\6?*;27)T>MMI(6+OZ&3^!EI]LZ4K\G6T77XI3/"M=VR\?S4#."*F%@V>!S MC=(
RR:"\9A]0F4'V06OQ1)7[:FPW+#)3H('G@<>XIA&+]%T)UJ+$\9S!X4# M&)@^_!7=Q$OIS\%5)Z*9@F9]#-@/JTNK:CY74 ME*? +P?&F<*] H"*1=
(E4(I!=B',Z'J*"A$T:J3F2!/#*Z5%95=GZ-=KF-5 MU['.E^KQK1S&JF!^MGUQ5&Q8A6\'L(KG.7_^__'EW 2P[["%[*T^CI;@?3Z7X M[D-J-0"%S;*O=.A DWR*B[#"'LKS?[/AG.QF9.
<.9Y:!MO[B*?F,7'4E8)U? M6@I [C^\Z>R-<_[EDUUVALX[:/$O0'UO.,E3D<%U^40!\M#Y':L;,_CAX,NG MWU^MF$&&;_H:8T,&2S-ZWCLPUC#O E[VP=O_=*"4U3+/\
[///#_]*KOJLN%8JL/]!PV>=2M"6%&TT11N-D+VUS,-8 MP5*_PC7 + :%4S)3E Q*'@77^?6?K\!'(O-T+J\T#O)Z='F880$#1PJM?KLQ MF-;85%=A'&
67/,B*F@B6X8*%BKY^&_8!.@YO^S:"#A_$=<8 XF/>XQE:UE MGB/3H9B(RA,5JRP(^I9SGE)!,T8O=#&PW#2G43%*8![+/[_K3,&_P$'V>0+& M,G@!)*HQV$"5OJ.1%Z QR!-:
VQ#9%/.ME*PD:EX0.8\[2PGK [SU>PHYFE+ MT482PZ\XZ67"!+)] LG;P] *?LP$.3ST9;B"AUQ?L);13E4G E]JES2D<=_@ M/7,L>J"CF\>D]+P(-
JU6:@PYNWZFE$3SHH45WTZ4>0VVY% DJLB:REC_U#4S MMXZ^UF-DZ]DS^7?A^#$=A(QU+50':RH-5)E\1[^..(@^AU\PK&U]BS@%C?"4 M6G"Y-&LH9LSI?Y>-
MS+.AG\U?;DRA(]EO;IG)0"[&:NG9,DYBV@NL<_(<9V'-MC!<)>L0IQ]TX7Z$^:-<5X0F/[Z#<%B!=$P6MC;!^\5?T&?,!W'98Z(@ZH%-5 M6E:,14HI,_,6W#.F QQ$4=YB.8BE BWZ.J?
%^;MJ9+V4.?@5FO]K133PIM]S M\VYMKRM=(+A3.7.]55,AKQ(<)6T7,<20Y5WZ&"[=.MY"['QBO#P[:_6+I]X]:IW^ MV]'WBH=>J^#=.1UT%9_,F2VYGB.?YFQ'^)N8P"7\?
%I@Y>BU>\Z Y76JM$Q M?@,QPS-6%,)4ML.2V4#1-%_,L"U,17=-CY]=5T-"#4NE, 9MF[6FS!D8#]AQ M&G-^CLO!"^@]5? M,=D9142]Y4_[(F=1V=/K'I]VCH]/. M:;_]XA9'9 LA![
M7$OT867#-9N0!C-IV?-3HIM,?'6%. U(]XS=2V-_:ME_RY?7&*'..15.\%?! MQ\ :\W_)2EA\,J;;J MBV=M0\:/"BRL M+,F^(X$1/1DPT^5)-NJ(UMW2*X\
(.VURU,UA'!5N!58F&VO!14W&=,L7!1# MBW[+N1BAT!AY0'@*6%HR]4!))L@0K)"K$JE*8DRY MUZ[*W!P5K@$SH@1Z([6#BS$!*0M #%6U3#6!+(SS$ /&#I:3)1(UC]OW\2=]
M'(03N*,.>SB-O*5R,UKY@S3]MBM/W_FVJD6A!OXH55]"XR\PN8+[I1.%* [M2^*&4%X*+@!U_)D>4N,$*-^ 9"-JE01;9%:\RC@2]0YDM9R5*],?UT&OP0(S M+Y&,8:8(Q7?Y
M+7WQRBWTV>"&TT*GW7-P\I14E,HL/0M OO[PJ_PAIXOIN@$8=0^C@ZESX!5 M$D&6&Y,BU!6O;6ME2M$D;;*,2&XU9R"6L4X#3F"X!_Q[\DEQVC:Q4F^2W MZG@.-C-
/,'RBGX1L-A)>&D@?RDK\@X],2IFZ>*4_!>]K..%Q.0%=?;MX!0U= M#=A(E[0ZVK&FVKBQ81_"AM41?DVM"IL5PRQ>0KIA("(Q"C3>;CS\<]Y,N1#S]BZ*+=Q5!Z$R!Q ,X3E_B
%P>F#F)8)(R\,XV&!"\B/E5\A#K$##>@2U&!)"(U6>ZB"'"&&%R] 3>9]DS?!K MF1UG!]42MZ:2,!-8HTJ*T!"%!/82;;'++,"F\4(!!,W/)9-<*G_.M409FO<6 M3"$*->
(BS+QBP@BW.#,P@SK%> => M/P9;DJ6VDB[ZHA7-9'30$.@(]XA5)FNY<$=H2NOOZYEEFW0O!H0Q;TY<3 M]#)#KJ&/ED-I'F.?G MN=)R ;2VBL51X,\1@D1W D<=-,E9&'4-
H4Y++ M88S!?\);8MD@T^]B-"(H.>Y&D0WSDA]X>)(+$[%O$L M1H<#@S[81TIX-MF"]4HB=4M.;57VR<)U ID;C' 9B:MSX52B//12=']&83Q/ M58(H1)!UQ?
1Q%8;2FZ1@UTZW#R5!:,T(!\G(!M2-T_.DLJNTT*7F+#"K5@A9)0-PT[ND<'S?LL M(,P"'^F*T! ,PCB##X T&'MC&=)4@!+,[W1@-YC.L%B"!ZGQM&0,>(DTM1(-
MVPZ].!AE1^9=J5V#0BJ'#'9GX61(%#K3D9,/9N%"AT)+>J($F%&LHR'/=U5U M:2(T>,(C,;&9M4I:4_H^ FLDV)_B%&650U;(X:U1M?ZD?5?PS*WL@QEO6;D3I$! MS6#U,C
BP7WEJ&<4XG;T),\F,2/R-^2L"SDM"5 $=5/X76[E?:0T*"N'4)D M5$.7DJ1(MR@P;&C^"/$2-0<%1PC-,KJHQ5BVSE]6R.<14#F>V]?*^584FA$[
M,@N;40T+H5ICX8B$'V=8(I5UK(A*K>XQY"YAJWT28\S\5AW[*N2D;P)UIS>(MB%%:>NFM=F_Z9H62#/62,)1EYH0$-(S1%TZS O5XF!D8"MBHKH!>"E Q>O0V MOG(
AD*$@[!D5_W"K42%,;5//%KKEN5R,MZ%M8@?58%]=NQM($*+$G16Y5@_MI^Y++K]+%RM--T>(4:RY MDC5F:2'^;3^0BQ7Q,'CU$[@>\"W[(QR>A=-#(*8X%0HG/;CUZ:Y5
V9E[4W1 M 5Y6WF.>:, F6K>LIRT19F.8C=TWTU=+' 7[C7L^]^!:SQN\V89+F:/Y:J] M2Z^PR^7ZU76-$:IT9;DM@GR:&UG<>%M[A%LN=^1"&525'.?%&*!(;@*%^+%<
MGM]ROJW]%LUI3!F;0XR]T%7M\Q]] WSNK/@65=(?]8%%V,Q#H#;EW@#KZ0E=M*
[O@T7J6_D*I(RA&.%LAW,D5DD476F(K&#UN'M!=)S*M[R,K]/T,B!^M4F\Y(@2R%LQ5PEE6K\72R7_F =]^ M:C.UIJW0#!6G$U+V@<>/BIS2/45,C6QA\F\;@,E3ZD[BR
M%S3M,.5XW#<2WQ<1:"_05E]%MMR>67^0N,*.5(21=Q2)>A6BZZL_2Q[_[B]+ M& 1'H(Z,#TIZ$2A;U#PR_"U#O ZQ$:<9LC>AP/T.,S M75:Q<
_1E,H'(>G'PAOE*N0;&.Q*./X[FCJXWOYY)V[*Y.._H;(W5VVF<. MG[-)5NYGLK*68*J7!KWNFT:OVW?T.,(;DB#ET #:"@\BL+=@M7@<1+9V^]*9X
MN)@CH5DH8/!+]4A'S7\V6]+59DV1)?#_??5F^><6_.FWY=_WCENGI]5_:K M:TX1BS,>\]HMF='MY2$8$EO]]9T.5FYYY<%NS):W'>9=
MO]^LK$XKV^+)6]\^>OLV+J4Z['3O*US_"]>5,S+#/(75BZ04/%)7>)NS M:CNUE5=+NG&K?=G[(Q1' M8C6UFT^M^M1C.[>KS.OCE-JN)U+F; MK;K5]A]2.VSB$C\+.M[%-
FRH6#W(FI?K]960V^7Q?'6W:AB0/0Q+WJ-UI*%(CBISM)S7]8OCN7O6N;M'^ M>6[:4JE)DS<[;MG_6TYN89YB*=$DB.WUSUJ2%(CDAST3H[W.DWWE&C1V3M*
MU,7;K4M*:'D&VP/F@_8I"-WI]MS.Z7TG$^H6C7X6^81.Y\AM'W>;O-'>T_'4 M[6QMC#TU*NX+K?8T8M44Y-2K(.<7 QZ/QNZ?XU2"%R*4[/3W34:RA2)XKL:>%&$YC8
M96!B]PO<[T\]V;@/8B.'<,H4Z]G0GY*->3T0*'Z,4+@N?N*>]L^?$ M^4T =M$V%%\'G1GG%<,],QN4TL.2W/NJY M(H#7B025O4,D,5/(&E?R>CZ)!)6]0R1_+$WK7H)(W
M*]O)RAI4\@:5O,'Y,5#)&[YZD WUP L]ZFU;7-3P5<-7M\$=,&/M7:/]_=D. M-:%$@TQ>]Y*R_?Y4 T/1(),WR.3/B(YWLP\,.M:-CMO;8WM%PP:=O+;1L := M_)%=DF9E-?
A^70SEW<>B&W3R[MFQ>]ST4].*)KW.L=L^:6A2)YH<=,[] MM8G:D.-AR+$%7FU-*%$7FW?W6K)Y(< M]-QNNX$FKPLU^GM'B;]XNG7)"370Y"M\KI.NV^[=-
YYUW4+1SR*=T#OKN\='ME=YRXMA\IA6=!QX-NUSWN;N_H/1D2[@VA&F>\-L5ZG[P@XF)JT.)QXTU\"U-X7_NSTW:.MQSW6Q(!]HB39]Y+QITB3 MIW)-
FLK8G;O!CW9,]S8CXBGYL@>]HQ.WO\UD@>?DQ^X5)8_[;]>[Q;"/AI U M)63WK.?VCD^?+B6;*L>=.YE/9&K#GIG-_3.W?]*D#>M$DMZIVSLY;DA2(Y)T M.F[[K*EWJ!-)NGM*CJ:-
LAG;L+^?>K*AF*W'-A0]G :_^S[/HX;JY]#7/G7; M=RBAKCN"]QKON.'JAO?]4^[;O=XB\$-^_[35!T MD^W5&*1GEY,4'/U_S4R%?9]I<];Z;357N@YKX,,[L1P@_-\5P7UTW+N\93-
MTM8NY'HB$N',/3S-:@ B9Q0G3C9)A*#$080@]-.80.C%,@B]@_#C+GWR9:]UIFCR! 8FB=B&(\CX",??WL. MSPGYJ9MNUX&W>TBD/;SP5?+3XB?X&)\X3Y_SZ MS]?G
Y%YJNC1Q:?-11CB?]4&4GRL6J_PD@C6:E9W[?T0OD>;[+1,;<=FP2LO MBBD?!JI6G?#)'UI?@- 0PFJ].<0CW"#4@?D"D61R)])>DS\I0ZF.+I57P"MQ\ M\B#2:GEE/ M9)G:.6YU?
NTE99&ZTC*Q[9#ND39#5C"Z^I8\S:,^'/ YYMOHK2_;J_9A)&_))KU?*HUO_.TF,<3<6AP.08C\. MO1$L\;47SKU%BLZ(M9-I$!W:QU;>\@O+_XM.,J+]K!WU._U^_^_PR-O-
!SU.\>]WE%O> ;FY/^=@+E#<[1 MP+^#%Z*P_Z_?O+]6DWV;+P=T/PWB.^E6.#,NG M:_'\"]4E]-;D5CDV6"BM2Y>I9-ID8Q\@".0 []()O$.2S03U^]KM!H>S&CK'_4
M.NKU[VO(U4EWNW%GCS)YZ_X6U>_]46M'YSV;":+79.E\'"CO?.J,+89L_ M(\?]%8VK[[RQ/3FGQQ@VMB='T;#,75CFR=:B?+C^_7%^RMM>L+Z1!)YX3+J
MQ;WVE#_!?.0>9AR[7?>TWWZ"\|-DSXA)FV[O=.GB%'2,.G38=*3GGOV=Z;K_7]/S5B2(= M]^1L6_B^AB(/2I&VV]]:,#4B2'+O]SHX0?IYBK(D4XG=0B-_77Z]9X6X M9QB 7?>H?
<>82PW\@:=(D8Y[>GI'WZVAR -)WTY_6Z.QH_^G R62C.]E:(#RWFR%/'I+GU#WJ-8Y"G2C2 M!4';Q$OJ1)$.^H(-1E*M2 (F^_&.;LD]N>=\NKT*];JD*7=_M!\0+__6?>YN
M>_OHC@/4&Y?D@=SU=K]QV^M$D;[;Z37#6.^M$D1[HR7]Z[7N9UZ4S%1-!1Y4(.Q[W8[>PH<^D1)TNF#.MR1)U^7^9]] M#\9^H""KUINW=L;^^MS-?
>'/GGMTUR+2QGY^J#*0QNNO%44Z/;=S>L?ILPU) M'H8D9^[IKN16D^-45/@NDC2.(H$:?0RX2\IT'M8RE&KN\%B*H!FL'#\L-LZ MK8AF>ZE@1),#"_;UR6=>>T=NK[-
M6U/C'CPH2<[[QUVW#C1C^(&YV#"QW&0]+WC2=M%PATSQK'K58D:;MGO88D=2))K^.> M=IN$;:U(<@KVSHY(\K2G<.+4I6&<9DXZ\1)8+FG)E2IS!-O$#\V\Q93A*O?$
MA^X^(Q^ZX[:[C;]6)XH^ MCK.[9YYO.ZYF7M<#G$<.,_+9]=OM_1HPV3Z.[&K8OV%.:AT\5)FW6\9&_^J9>^4V) M6(7XKVAM0A86?'K/C^UE4KXZ+PI-;_ZAF1E@S(ZR9$=8,
M?&IFA#4L4PN6>8]XS.R :*3[:_(+2E8Z&NYE6.=F8M@]];B&4;^#CMOM6&U: M.Y\>]G@1[88_]X,_3TY.&OYL^+.F_-ESC_IG#7\V_%E23_CQR.]UVC?CS:?WMS5.3$.1!^T$
M[;N=LSN.-FY(\E D.6KOB"1/VVMD/7A;<=1S\A7=H\8_J0LU_N/?3KN=[INF MZ;A&-_$_Y>2T\1IK0HV=WI-BZ+N]]=[]SAI2[@OV]>\$P!,=2_X,VUZ>]*]
M31O@RM2J@6]=5][AS*?$F;?BZS1\V?!E/7&&&LYL.+.>>$LU;$;^ZW\-$OS(MBA8PVZ#NGMR7/=UI;]3#C!U\0<0]GM@K=RN,$084>K-9$O\,IEXFPH7S\K1U MM*
(!]98.5VJH]1+X6Q9O_*V>Z\R]U)DE\/X$CL'QLBP)!CGWQ,D'C>(PC.=(MT$TZ[^BL"IY._V@'/=<;D@P]SNZQO@"/Q2NEWL1^B_I-+R+5'PS,P_V?\,- M4";.4V<(#\'K
NOSQD)E^U)7]GFB2P;LQ#,8#UYV37?Q*]?YNP[1KXN-77P@^8 M8\ONX$*O?9PG%A,&T8U,Y*]\%S\V_6?AR)"*4<C5*1.0.0ZI7$W-%E4"@(NV"P?]MG,]B:
M5G<_)_UG(!O@XZD7>LF"6/$V)(NE!_C.1'C^$$X[5@4IE_(V&"X"URDI]].@!/=UIF]^7C+ M:8.PUC0>!EYF(PK<;;'[<[_"=[1GNN<63)-&72;()8LV7.;@8_XUSOJ#<_.OF_$RP"
M1[:%._4.7LBI!N^O522[5QOQ&3D<)04!OV[;&D)Y#:OQ6*22>]EK%[\)/X): MB&$-)<6](&(6:@09F5C]S,%9 ?,'+47HYLSQ]L"S!SWP\ M!-0,[4/;:@^^[B29G,+A6H",4-"8Z1-PS"
(%N8 M\-^FIG]9<'C#(3PUH:?Z N5%P!XJ_+\0=S*)0!D4^#(&X4L5>'@P9[M/64 M"F8'(IG"BZ\^OW,^XX/VQYM+A>70KXR6F(*TMKVWQ@CTH*G!/IPP!7_HH.I M:R-4*[A?
R%H*IW]8O0.EGF\7[&T^V8&>L[K(/WWP2$=R6D,_2!YZ7 MYMF-T(?2]E,8[?;UDH;809"MV[>LIZUR6!*7M7MDA>G4 U)O*M 0"V)E?_=: M&UO)]3!8-F QEDH[(-
K?T5W$]5Z>G+:..:=\AV?U6C6Z7X3'^OB$4/]I3B>Q MFV10K]4M<%*=3F1]E(8Y47,MC%.2:2D=/9V&\$**8)-DL@_)@N9*\8%%G)?.JT.D4YINW\89S,,+
I^*CN:M!\'.MN:_AXL+51$D_+IWM;\J8.%_$C M:!?/&>6P4%^DPR28902?G@++78!V<;HMYQUP5QR1AP.[^C9#IPC9\Y)8:Q7%["+W3/CL[ZG2. MNV?M]MF+6SAT!V&=)?
A(.IS/P3_SP$J\%F5EZW MZNU=\3:0%?5.[\N!WM$M/$]W8R)4.1!SX4P\T"A>.G'I?QT!AWSCA;]Q!<[T MAY"@[R#9$E9[,M+B33%#+S5]]09L/2OE>?
W=T$].)QR8&D&.M>R1W3P!D3V M4 @_9?'.7A1GU$#C@BW.2IA1_U7O#ZA3 7K Y^^PZQ^&WD#F\DAY@AM3]#O+ M)C&H3?U-2OEV%Y>SY?;R>P#O' MDUK-\XY'4Z1!
(+Y=NG MC"[ZMH"8A<>T=EQ]UO']3P+K_@Y3-+3*^6H5I@: U%[H2"6F;'7#LT:\=K?\CLSK*:>>C&"0Y%K=22'=N78G::<^V9E)#]2('8S!O&2'5HKZ71]D
MG>.K*X2_5<_P>.=4)]=OEHA#]/TP0^\EB1?M)'R5Q9:FK=/I[/9=8];[6+, MV+!QV3BNT:FM<7>?2QWX45,'_L@K>/0Z\)V6'ET4#:PNA2E%BD'()V0W\'U
MP%3$3)5O[3=>=@CFPB&'*^EWG3>F/LR41?#1Y#/*O\/[RT((,SG5ZI2C@L&4 M6T/POX.%0]K\ MAS>=O0%:M9S/G]^YSF>!S_OA?%=>%_S6.> B,I#35W^^=:Y,: _^^$H&_N"]
MB?,QR/XUQJH)WW]NE]*^4U@'LD/+N8X=+R9G2A6FR7;.BQ%%CDGBB:W= M3V5R2S*$-V3;O A[M-F]E_K05^1UKF>ZFTO^B1,S;3]I: ,D=O53%<'NG]
M_$F0^.3T+]Q:^;)ULBR70B'Y#,0#AM#CF2:1::C0Z8+=U(9T.O4,E;@[B71V MC^S)X2^/CJU_ZXJZ%;/%W55.U:Y$)J/JZN'BO7JW/.>*[7]2.*Y\Y\@A<7S-%@Y#HBH S!''C4
MB8=@N>Y) \3?A77(JIX??PXBV(23@O<-%VV(1EH(LDVDVLF_X)Q)L@-&Q$/ MZU-23X1/R2_Q [F2SDOE9U0+Y$HCST.!R"X $TPMCWKPS>?BD4SJ"_&CBN*T
M.'8/@9P+724W&QVO$$=]_(I+)\X=AK)_D]N]RDWX*3Y M#*O!5 \&Z(,Y_:R+/N@"@;L#GQS\0U(6B_9DN602I#]@*8L95D=2TZGN5UT^ M5R<2\W7W8>JAX^4&> D>GS1S0?
@6E.CK7W$RHT@;*4H0@T,&H;.V6IP*9_OGN=X_E R$@A]"58X(Z14 M0#=/ESPI&:NKA>P+HEO]]\6"D>= !$_905PRLZ2 K+8$2\!ZIX!G,Z-%X0<_T(-YZ5QQ&7F(IGRN0#
[P^5N.15I(MP4IQAV&G'(S M'R3"PWLD*YCB,CA3A,7.0U_5GL-9^4'(@2(9O= ,3H$T[*14%7&R0'X4_!2Z MJ X,E## 8RS(]E'\4AL)'"+DPJ!:-[@ !)%H2<8"UBE&
ZCB6U785205U*JQ= M4!8-0-JCT'19 >&F!@*^4E 80]!X$:626).JO6=)(&&6O565(M8(6CD$PG7E! MHI8R$UF >I#?F>:HZ%,G#,"JE=^/N670&W 8LTH7XK+=6[Y$R!!HAH":")&.

```
M<,,EOD0&OX&=Y? D8!Q8.7Q#GJ?1/;&N E<;I1?1 ? Y&26$6Y0'8:T &)N8 MLJB;S&5FWVZAY9(M"=DJ(CU*4599L&E)/*(ZVB*!+^Q+2YU48$'1)87W9GQ. M17@)%H*C$
Q7#JRQ6%?0&[0@6"I;P2C[ME%"JW+D?E>5(VL!MQQ3I&<9#2E-^VJ+2*ZRP!?&6"7N MQAUL9[[3 @8B#,2--,Z*%L&VA=EDUZ'\,^H*&^99Q>5D:.MJ:&
_%&IP>&ZMP$1>_!_ILIO3A",R"?SBS!I&0"J5\XDGD21V-MG_/5!35%W@Q) M*VT[* F2J"X*)XU!T:*9!2R'7T8>IMO.O .J))).7306+&Z(Y^JB>9NWVL0J M*96I$)D1EOK5),
1;;3X3S_LO5.=M1G^/H7YYS1?GA M\T_.P0OZQ8M7.H5T%N%5Q!!!@&!M6QL3*XX(ZG 0A^XE\*C8#$9]/;;(T M@\|LP A)^?"GWC_BA)QY-F4KEV_QA7$!-CHK\J<1I
```

```
(0%_1]L\X%Z% REG5 M"S$]RNU<[7\'@--&F-"TDL8MF0:(CG5Y(3O4]]7"6%WO$!!JA&#V9E3>P/9G MN -NKX,:.4,"8.$39[L+8GR2!L/V0M3 0"(R4$^0KF]32,#:]Y.9]'=G?SWY
M]MD3:L'Z]NFWL|=G[_[QW^_>?/_CLR_PS>M_A3<.QD1RF8XYPMBN 2PWNZ^] M65S-5;2DB-6'R["0X",(2WVR MNXQGPAB9$P2S\56-:0@T=(!&.I8CFQ^N'/F-
G;GP]+IS)^]AV+M7-XA%3H!L M!B@VNU+H8P34-][ML:O=.2@30A"\VC\W('I]NV7\&/WH^QUEU,/SP^_"]GS\ MZ/N?'WVAZL$)!;0X)'-B,H/,WS4X6*\] [Z1L@Z9@B*GSSZ:=[L6-
N@8A#S. M9;T6WN1^=RX>6-EH?()32Q,Q(:+@YF*4GEE]B%N[3:9<-Q*:C2YF/[*:7.&" MLW^#^,E&/FXBZ@MZ9GV^NT% *:&?[VC.)99*M&"9;D8H7IBA&P]BP47A]W*$+L!Z
M,G8TVY?+MIMP0AM'G&\_11OQ;31C/<0=-V+GY':FWP4WJ'L,8MV/KT$]4D"+ MTN90%4_BHUD&#XR]H*H/[YZHGCS6SN>I+_UB1!@EJI[X?4QO_L^P&?H%TQ$ MIX7Z@^;
[JDRRJG*Y1\#48H/Z!QEY7BK2G/^]-G&/F\L-=86%\YP^N1#6>/CW MQ2>1M=W U=:$\[45=EYE:'L0-Z?;9(="YM2\3YZ8PIAIE"8T^E"@;#D2$WY$ M!T-.L>>/*CIM]MF^W46G?
ISQ;L2CSZ'NX=Z_)N59)V\KEHD7/7A"\V@O8^83 M"'UZ5?G2KXE)E&NBG,!:WY)8YNYRY+XR^G":G6LQR:5!F]_)D-Q)5C(X"LB86K&E-:#]&HE2;+"3[D_X>E![9
ML6ZOZ[C5HF2PVW*1G?>0IZ[TC'FJP:C9NTSIXT 'Q^&\VX.53O:C\J5]>/U>E[ MTWO[$:4)+S\XI:\DLQ9$'-:QGG@#[18D9B!8>Z*^;KJI5.C) V[''7->"ZF'Y4H
MW'438;O6OT0OYF&XI3\U%I>I,BH+:[I^2.XY9/;WTX,F9VS2"'AQ M'EK0?ROJ^!T*#7@U\O!OL+F90RJIFH,;[ ;O]$9OE"%!AX>5Z]B%B:@V\.>C/NGA
M!O$B%N5S;SD;TF'S.);/&9WTX3M'D.( MNQ=[LIRO!%O7A/VY=IB1PD1@W]/-OXVL49X(V;*GO-OZ[:AW-\!+)-R)!V^B MSXTX!*L*61XI8-YF9X6#"_6R,$7'R_2CQ.)?M.BA06:YB
"6_4CZ"""BDIHYE M0SF,1P_F(SV8CS1<[U ^!=U+L$H^N1EEEUJAD(N)34!"!/4I=;[!(D6[JEH+ M!Z *K\ON?=WT;3/\%2WVV=_>%L=L^?28XAS_94>9M%F_;Q9=*S?#V[)9UNLZ
M>!3V\RFNF55XZ*_+Q'6 YQW7]4>8U>-:LUE]&0F9PCP=<'%-1?/_!^K4YR MIN!"_1,U5%8V\BRT\U49;KT&))R1 2G\(#REZF)O6:[DES6YMT*6;]*]T5UV M-
++>3*M:6L=JK(N;D@P>!SS*#.\E+:Y70O;1-E3,B)=+9=#9:H'K8&NHAP>2 MK"-&+O'F-0UP/%F?/*:RW@SSG#U1^8=XAT@BU.,H 5:CC1^> BGCXT1_E,M MJBG6?
U.,Y^TCKEGT&R[(TV8YF]TH9F:1)O[>./Q[S[49?DH,(.3WQR]8TA2@ MMKQN6\K]P!R=MPNB!EVN=_6"RQ1,>BP59 "|
(TX(1CCX'T#4S\IS^7PWV8#+]I(,HLI@^XHTO[K,"G<4B/:?^QGG"46]HXDB M@:+3X](<-A)Q?AUKV6$R,.5:H:]W]DK37[Q]:(=6>I=3"18=D6MQ7.4K@5FMB%(@?N3"G=ZD\
<0">9_<1DL9[ M"J5G?=C#_1+,SOO$;S"BWGBD!FU^(< (IY4-1:*Z>3K[L>TJ7BFAODYU"5D3 MBK$8RE<>W:)RT=HG&Q9TC[P_)..*O)A+ED&&32Y75NESRD]-,!,5Y\PY7QZ^
MHA$M+//8*'^F$F,;:@3>S^)A21HZ.#BK?1_^I&P$BGG._-FX=CAWIZ/Z9 FI MNY2@W>"X (%;=4E]-NJJC*@ %"P'.+ ?B@=M8SO.J(A &Q&A-*Q>N?WGVULU
M,3T4Z,JS(W3E"%VY+\#!%[F47W!'Z$PW/>X5U"](U7.W,:2]V&JR'+M&NK>D M@T,YUW=E%PQ2Y.C6QZF__C1]['^_I"X7M&=G@C/I!U^\.Z,/2BV:X-SJTDG+
M[O<_G@W<|U+8E0?S !_O@K5@2C:MY .&:>B2MXWWN':?<$E8'H-G%'*%|]5+ M&I8\)8PD[W<]H0WAI:=]6H,&NC,KD).+Y=H1\M$3GSV:X6<*\U7F==E.44U,
MLIECTC$#V!3W%ZC/0Q\1?5V?Z42TL6'/(FIO^OXRY'L&0CA0A3FR7/^>[W)G MR#7"(8AL[=:P[; ,2=/YMOU0SZ4 K #X=&%^U7>9] LG\5!7]=5H>^]OL3?;
MNS85V^YWFPMT]+]>L%P@N%,4:#EAINXT*]W1,;0H*ZSCLJ;+]&(BM0$KPMDK M4S663/ZZNJ*.BS190CQ/G$59'!2].8@C.6Z?>[)]0OPW7R'3 B>;>APE?^X+ M/2)\A_B;-
>5_G>K?)%5PF?3=(,1?ZXK+OV?U)]Y,6;G\8%,&OKU>>_MC&] K"_E(C0HXH$1MZDN6KV!M.&=6KY]^Q<5#SX MTVJ/: ]71[>K8Q2V[:3>W.]JX435)8TQ-6$9=SN
M)-7QIKJJJ^O9\[;L%I3B>//\T1<18D 5PW(0_N-@W^DM\&!6NMYHSINKH]LJ M_* CDTU%GF#YRX8LM*T?R/+/]Z.^_,.1AS,B P8\M#$9$![AG-GK_[^$AFQ M<&XL^PG1KH?
=%W84RJDN5^8_]QTR8IHPXWIP^!HI/2WK1I3(0.M= M]=[NMO:BAN!4,%%\T'G7 MEHOU_CLIA:6Y1[QY'SG4\_QG./W;-FQE;"*B$:])GH99_!:5)CZ(5(%T?.HM ME:?
Q)BV<"NJ6/YJ'NV->;GGM1Y5KN_=M:PVKK:-E0T96X-O A[?PO+*FJ&ZG M;5 W[)!/Q@$G^-EVUS7"6]=O3R(:BS4(3W:7Q_UU)_:7-K7L/4->6$0.5"2W M0<[892_L8/?
%BWPP:ZAUG'!>Z613,*?8K41J!=>XH&47:#H87K6>#.RXNG=I M=2)*<]O2+;'X #92-SF'W'$[W87MA$IN!X@6Z F$;0D=V/I67M]LI7C](@ MJ0N'.+:].R<^@CQTLQA!)_<-72?
U"D0=MUUO7HYDB;XZKO:OO]ITC"TC=-FN MZ[D00,Z1%C>KSG;B$\J<0;@Z34 :$6\EXN MP,W6,8\H,'>G M#@2BNPY&O%\P7YMRA7JY^KY=7_C^BC"FY@B5>6H,:I6Y5\
[;KV[L/6V77C< MDNMH*86]]#-2O8T2X6CVFI>+:E//L\T3M@5$U;L3:MTBLL:Y2/9)(8]3[.7L MQU=QS&"EPBJSLT%] MSS7['&,-"J(V<3I[%1]2B%("C'YJUEM('FRT3][= 9-
*"=6XRR-UF/"LZQ658;X*6Q!2D"S>L>+9"]M&,WR M.23ETJ^"F:M8_R/Q&2*[?B6VT%&**P2'1K*>>CH3KX M%2)#3.^4)Z+LWZ)-E3S'E_( %>
<41Z&,C8C9$O%/_&945^1A,+Q0'V#&TM #BMMA4/PO'KSW#*M=83QP0/@#>5%U4#4@4 UHI!&._Q0IS&,1R0G MJKL)^*>(7+(RF>&(^2\8"8Z>PL^,T=
1#MS].L'<[]@ZG./16/:@P2+YBJ, M7GLI7\=AL7-2O*I+H2U6CR@R9-C(UTPAPW1#_/#RK #RZH;DN)Q2=-DVRF^1 M(/P2*%\QVS5D54 7F' T<(:5RW.0^V(F""))C?.6B'-
HN8WCDEW//0UK?&T\'D8UI(70AKYN^Y?BB"(,K(G)#?#V;Y-S96 M_UF;1 J4U8>2_(4/Y/N(\I_'KVY-FS@K-)34O-TXN(TSL@)$DP3 ^L7)4D MB1)V!<1OT"(] ('*QH2/X/0OAU^.
<;.!)PBIWW)$G5. 7.2SSY[@4/JE[Y[ M.U<+4C)MT>+K=YMLNZAX-IG:]#L+XAA"$P2]9?9<.O[BV4XHBUH?LEF]IKHN MV'HR<1'=U^E41T94]#?
[#)*0U^3UDX=S+4^ZD+^YTFCJDHWJ+9]6>F2+9D T M)Y%9CM*$A7.$Y"&'V9\=>5=]3HC?%YY82GE"1^R![HF^($H,4]WAYY"\[PL
MKY1H;6IBW9V^^^NK+/_%K??.G/]UWW:V7EJ21;>*H!X:T%S=) M&P?_IP/+%6^DGF[TGD*117O=C/_E@#X\%O.%6\TRAB;(1=8L;/Y_5NTE"7=* MS.&B$]WNJ5(Y(T .QZ
;G_QAMTXX*&C+Lj] >W3;DLXZ#RM.GCMC-_$XF(8G M.52;.*#P0O)D$4!H9,+'V#6/PEN3E>6OCI?E8V7Y_I*A&6B=XJW8^A .^!]0
MI=....>M>.-3SD/PB,;11,Y=="NA06XF].WOO ME!9N?X/9'H M53YA;2P^)XNN!D,?]V1JRDX<$*%+%"6/$TH\TV?B5UG;<#LS+KT1[F.?9P+9 M_\3.Z^6%1!5F[$9",E[1;J
+V3+H36I?(Z2%*F78EQNJ52ST)1'I+5HDTE!B M&\S*H6F^TZ?D01T&&#:Q9E3 W7N:=2O^PI5IRO6^KV.3.@W)LKV770C-.W+/ M%Y=M?
=?;!H^&4(S;!S(H^\1]AI&X)_P@QW7D!!CQ.B7G\DZOVH-9G"Q^%;]& M86G;E^2MXQ(9S&!6*0/+][/PNX#IP<+5XTK?A94^[$#UP6(D47+*T=/ZLXO/Q:=1"G$(6)=TL<^$V'?
%:P#I1FH*!)\AA-PBS&J8IG0[@5K,6\1R'-E(GH,EGF\JCM! M1<)V\"?K=F> 'JGR"N1%4OH)ZE#RX2(Q\%MD,.]FMIP$"1,RO6V#9Y)6/W3V?>QYG%0;RCKHU-T
M0RKESDS!4U+4G'QNLHKG'-JLNJD'3+ M(M/$PA2,R]]S3LS1.]GE9G]OY+0,N#:VP2O)TW8)V#6*KT@%U1 MVHK;CV-L[[\LUT^3
M^_^J0M8DGL6464=T)6]CX6(;FSAZ"OXG>&^.[?7R7]45I9WG,7G'D"X1BV-, MEZ* YOOI4Z$;ARV*B*_(FC.(QW+._;R]K*9P-N"-=MT-V-R?6/E^* "PX ,/-)YM"*]>:
(.*I4>RW=O5OA"/^$-A M22\FN/=:&=IV-B2N[R,:?,S9H+:8(!'1#9])RQXLT7P(]:_@B^!%V_[43!S M%/", //85D'!OU/>A4*9-IH5!HIO*]X-IO/#'01[4P
M^6#TP17ZGEYKF$T8K$C9Q.X.A!ITG^UZ:S(1V#"8-8]Q*2=^MJ]*;D34H%"\!'*K=EN.XF@>5]!N"/Z="?2%O2FM M00/--FC\2:_D2/>3X(A)JKCR?89CQVT:W^QTWL(?
ACW'/!SLIKBG@H?Z1$K? MU$RT)8H$_;GMD Z,83 I(W@WBJKZ:IL$"E"=VA_0R,BF\)6 ME],%9=-R,/8]I[&&.WLD+G(LPB*SS>94XG@0[T]BI;L8_\XYU+#/"&/IX&P(-E$5]V$?
(:S< M7E+&A4&,!TCK3V<_A?-^LB[/J[6]M9#DI9PHP[GC5PL5X!5,ZS"^2C:AC[-= MF+#>G\Y>CS7;\%9GX,GH=O8Q2+]JKV=::20\P W!AEX*X>.7U#P9@F%H@:H M!=UH?-
%/7>3<9#\@SR&]RAB,DV4LFSKNBG"I7E+3=#F'<#5J:XMPHW42CU-( M7V"\[J2$74="N\0[K$9.A*RL[7A<33"'K=NXY1^,JGM<(@IV08>/IF,$#_S
MUN/3!V>#N^&CR2$,W\LN"IN:S-ZVV^&^;:I=6-E*VC1JY!LD0T=3N-[W;3 7 MF-C@U%Y4O[U$G@UH[*M_IWN8XEVRF=H^RWG2,_4VSU"MPSCF<@02E(5&"EF
M9U$R9;7I)9U)TFSMMY..(*N^#M)LH%"DSD?5-\\%/5P[\9*[9&Z*KC]'QRD1 M_U50G3GVREL]QK)EBS4A2*O"Q%Z-]LSX+-;[@G5N^1R;=$=['E[D2]_F/:=2 MQV1&+%?*_C?^(CH
G*AS@#Y1 U-)D8_H9&+S1VY#0+W<5Z6I06SNQ_Q1AI-O/3#A&J8Q$(SI@ 54D57TN"9U M .V7M_Q[1EV#2"N]]\- PWO.8P;4N>2N8MZ"BXU[C4=(,^))=X-S)?V;VQ!G
MNGG&SCS1EU3!QAD&\V!*)9$)Y+X">5!L,_"4A7#6RZX3!AQOGH "[(/WL*[ M]!V\I"]ZJ&RVN)7&\C[VUL?.RC\>$[O'Q.Z]]6>]H@-2;Z@Z=4F_E6QB.)<4 M?
1*]&SQ(4P5"X_)0LA%$1=3KU*_XCY!V(FM/_T]&A(-R,D>XF31PQ]<(1,%_M,(\F2Z:6(53D:N@5S8)V);AD K>B9V5R\WHR=G1R_+
M]>5$1BV*O:5!0HFAT#N*ZY#95T.@O[D4IXMRO!M+097K>4Q(#8;-X;W>ZSPW MG).)DR%K:-TV736OZBMN/2:*(!IH"_]CUPA<@GU-3BP'.X?_JH(K@%1^N-=Y
MN\_.HE.C.!"R^#KW>K["NX-TYQ0'H5WAL16F=N'!*%LDH)SH)92=.^.J+:A M^G?G\J+_NPN&:[EGE\?XFBG^\IX7UBJ&ZC8C*#,D;[L@9]7M.*R9=A_O$U) MD2ZI]1 THJ9]=Z]-
UO"534TK-?XV16!K-9[M9PTZF1M,G=:^Y6Z]R++ X37 MO 3!G+1 9V,&^D4/8$;R?M.UEZ^-=FC;4,1C83EUOU#:17+G-!FL]]0B,T1 MI]I@S3KKTWE0S<*/D0UY*E\]3H\8(T_'[N-
V#1L_Z>%,OM+X (5BV1-"IC1& M^;5RU=+IUEP[KW$]CVF!X",CS]O.WS^,>-AF'LF(I P)$[*TATB8UN8P>.< M*C(Z1%W&.QJFV$H2KL@7"X\ TL7Z5\?1W*+&])XUFF
MU%!._"G0*C(YKB!A5X>!U]D!9HI)XH3E MAU/"8=72[4]*<@.7("P$@>^8,G#DXANR:V[WEY(V[4$.25#L0N]MM[T9V.OM_[)@!0CX=FKY> "RF^0[+
[W=_T:O)$PRWR4YML="""/U MB@;#Z2><^9CGH6I?[]:5 ML)@;%AN&D;5:090&M@BQ61]@%[\?D=:[U9"1;=28DTY6@O$AL\6L '%9KBHJ M(G45$;&RU1Z6]T:K>N$X5L1-
25Y<6" 2[ SO\R^N)O7;KDW+QTPC;'OA=$9@ MUIBO3'T>-I)92=6JK@756YU4N?N%*6%X=N/"TG9WAJ'!Q==L WO%FS18>.3]$"%94*\&]86BTU^I&"\'(NXXL+X;M3# M4*#(%-
:=?QP>DE.%+X1/K^]1^E_OV,:.>,&?BV<@;S/@:K+9D[>,!Y\]Q=GF$ M(%VO =S#E>2?M]F>%P:CK+!NI_MQCI]9##R#HDI\>O.)(X%%CSLJ[@B= MU0CQ%_?
OML=_#%Q$#Q54=Z7Y CE'*B_DK^=)[MYB]KKLWHWLZ>V%O;9E!"C&O\_I/'!#(B;0@JR/?7.4X,U:Q2G'8?=W
M8"QE6NTG\9;C1<7_R9DO!@/%5[*VW>$XL[K;/BZS'"'0]D59(P3T]\9T$;=*$ M"G=MQBH.?>E)1<.V2:S"'V/<'M7E?GF6)4Y5F7NZNWRHZOM*]BEG7+-&,V6
M9,.4UFG$R$7&B&W-N'"[#I@QV"[T(A>@\O@\$Z,2QVN$[:"XH5U T A9!U\4 MA^EG]L&X:(,_3#I$HE(!#XSM3-YLB$8^>$[QC4TO@^P,2ZPQ/#,6M>-EGB7[
M3F=0Y2,$EW4@Y7@/F?T67$:;PV\3+S1%[PGR,?5"RZZCV(H%+'!QL8>!E8.& M%U+"<0@#9?'HW$6'K$3D6*PCBB,-/*B*C4?!B>\)^EA@$/9MV-
,U#B2E6<*/\%>Q7X#SZM[#\/ZZC#EK>!6KLMZ/ M'#N,%S#87U4"FV&PF).C@+OJ7=6A$T2O>!LO-4VA7M17TO9N8TK!.M&8F 4Q M='3DS6B!ISR$DIDX.#1MDD,:P^&
(FUX[82FV.)0UT6A,)*&T@U,>UW:7]$L= MB0:+M!O1#>/\]@.=2N9VIM,6K6"^;Y.S6FHF0";.I&@B]"OM@58U!/Y\#HNT M.6BSV$\V'B;!26*P!'E+_,[?5AM -'DV*FU^P?,+8+#I
MS]B%3*5?&:%,SV-3NBJ[*VE(A.\69G^YU_; +(%9]=K49@0V@HXDJ"3&MR[C M$^I>"Y1K.O1=TEH1G,2H(DF^=U2NF:^JC:6=:;?V$1T49W14VYB^$VX3%;MP
MM2$/WD>SQ&VY\G(AWDB>XM;+TO7]K@>#E]R3NAG7;6\M0]3_4\*?1/V5T+:< M*Y6&DX*JQ1U9+^[C6TMW;-M%*#<?:C/0/BUGP!1=M%S]!/FO7D=\+9?,^>-GH M0 ]':
(]B0)&W_]FIL0)!3QDWT9C.K#2I5.L.B!8[-H<"KQS>D% ]5;!?DG,D M:]E0R70]]92=^RSJA+MOT1?0$2\J=8ZM3$! :ZY9=[M+:6>.4(^RH.*OLFA MYC,T>6VK\1[0\-OKLJ-
BRT'6B[ N6[D;-YI)IP6AELA2FCP4<#94?H])OG0: M-U4P;0L)$\KU%CXZ539XI:Y97H?*$4MJHD11])(Y']YB^L::47;46$X\Q"# M[B.E5&PU-WJ]&X#R4].F?
CNG38_KTKOJ5K^@&I=#2 MM>GTX[;0EY&:& M)T/2,*K3(A%*0B;**D'.0T6\9!&[-31,(ZREZ;[;.*-\;19>-J(/SWJ>HZY M38=+*R%K(-YYDO6VU/88B0SNLG*DO5>7R\E
.7[%L]^M>V&TG3-)4J[+74,P MAZ50/:IZL'[I\*OH1E::B#06O0$FRTP60&@C=A'JKQ+;7Y3B 8IL!JZ%,[R]OIMC+9CLE!YOM M%+I06@XYSX#K!][W/!@ MV6(=.$+)9L$](IBCSRK-
,|@CX:$/MU!9L]PO)MV80T8A@L9#_+UPCM4"$&F MDG+0B=^ 'V2HFO>;^Y\=ZQ)1[N*-W1 M#R%%%3H]HZ/QBO8)?PX=)"1H&,LFF_&B;?.S=$EC].D8^OC1_,\_ONX??5$(
M8"W$C"U2' 17P_4<18VWJ[I;G-#EO,_>(;VG):FRMQQ47(!P"D3L2(D!(BO* M^.S72@@G67TKG43&:X^;1Q(_3KM/VB8EI-A,?5W=5-VYN;6Z ]Y\.!0$9!BG M\,7+'W^*
[!+ZVIF,."C"W3AO'V.SYW++!=;:H0^D"4 :!NU ?E3<89%"P(HR MT2%Q>2!MA,=#XF<-S1[>D=]6L@3 FNC\+ ? ;+('M2,+8RT^[^K%Q9BL@HRW
MJPPYA5ZD25,C(GK/6>%:Q)=Y6#?VZR-]5]9C?1MR"[AO4FUG>AJ=4,NY7@FQ MWN]$O7%/REBOED?:>%6H=DN-D)4YG7!U+ $FERUY2RA+06H>/08.;P&[QZ4$
M/BA])1&Q[4@-0)2O=S&34&[*'6)%Z=$_]QAXOFNVC'<2 M4[L,%MO8.Y+]C$@@.T?#&]K[L&S>4Q3W49WDBV.'!Q, M>^0YKV9Q1F)/DS7RI;U!0/2 Z/!
E/JQ!^1S[+%\!X^$WEMC,ZFE8EK!;)M@ M0+10[M8P,8^(V= /RR%B.P)*&QA3=CS!B1BK!JH.F+'K3Z4=,<7.0(M.,D_M0--'I[ I!%=56_.=^%*9!I#RY8R8E2P7% 16_=D:0Z-
T+;ZS9D['> MM_&DRTAV)SO5K-V5CCD!Q270DT4$CF=N0C+I5(V,*9U%6_7L_X*T-1^H( C MDMCAQ=)D6(UK18BM MR:%AEUJHJ\3B80$-6:2-S^G7&I[P89S1'Y@
-1('U,TJ6'].)+BL01K#C-XQ M,J5T@]'75X2@>?E2 %+6H1&7&3)63F5$*;P8]]\)A*CG_X5V?&&)"CO;7(,[*A/+_E#]9Q^>ZR<'BNG=T*&[6@NF1##@2[9 MGXN-#HY,@,,^#W=UIV
M\;AE!ELFC5.([;R"$A9#Q$AT]T5Y,8V@EDQRNB&@ZEXVU^"JC?>H)'IM7$> M@IER'QS).[U1'NA^P"D'V]/.=8>4VU1"CC\""BSNL.@YE15M"'!N6U20R"E_M4R](Q3?:9;V5;
[O3&^!H*8^UWX.%WG(X#WZ@19I])#QDN&4L)'R/@DV"2+,/ M9UL"J,4+MB63BA=W>H,\F'U :Z-:$6G_HE_-"6:KS_[DK?S004XQQ\#?#V M">YACF18"]%V"F?N-2->)
(4,B&SN*BUB)S>\7/G)YR0[NVZO38P$KW)==0(M MD KE0]N6T]0C+?F:U"TTSO0Y6K?\Z++ K4C7A*4HP;LNPAW74JZ386;66;TL MKT+ ;H3\UCZ(3'B8MNVZ8OQ-
N^8>8%;0]N/*FQ,VF\M3!H7@ MG!'>@7EB\NIP!BL\5BY'# ZASV) -$4#M,"@95O M4X\^4&R[L,1V3S %"@B:KN;K01%"X1&]Z8)+CG[[N-:8\ #0%P+4R>0L
M05"82EPQ6U7E>KLBIF8)]5PH&!%PDG6E=6,^@X0'8:1F_5EA!=ZM1LOR-TF- M\@@W*VNVQ9]?*35LF#XSPB2[.[78]Z;?:>DW,D$@[.AQU&UZ4*?3K/[X! M&4M^:"
[;6[YTTF0QV,T =?AU!*HX4K@,E0:/U;%C1"Z1V)A:'WPE$<5<)JC1 MI&^T]V*X.%._K(.C,%0FE.YIY>FA#U95=\+R N$'_PRVB?*#=SH^/VZ7% .+ M-0TF2(0%
(LT,XFOAR$$K;B.AMU+CW.UU?E#+Z4FBP4R'-]2]J[4W%1UIU?\02VL"@NVD@AU MA=6N@F\H(#6?4A6.+O%][_1B'H^OT=PIDA(]$TN5Y$,.9;$);I:Q"![OW?NQ
MLL#9]H,\SDSMNHHPVO%2^U33%[L.S]LU=^V8G:N;\#7;M/-2*OE#2\=W'5;NL#1RWD4-<5ZG M?H5^"TYU< MIZ"X4PS)XKAF=V'-H/'!=,4Q35Y3P5*9[P0]$A,0]P
;^F"6CZ6)F$$\A"LP MGVGPV1K9L9=WX7ZW8W!RE]827<)A49]+[2H>1HTX4_@& SN.ZW87ULW5-7T= M%G3U!(#+&TB/R+:[LG(B.7E5KBW7
P$$@3N1T^J5$&X)4OORC]/;@/<2W_#] M-K 4 1(IX,0CR TR'LOO":Y+1!I2I9(.:S9"L ]&.\6HK:O/!@*4B1X,>W#'M>(!2B0K&KV&"+W4KHEP-:HCU5$-AX,R;[[R7A(A;0*!@L-
D=!5@B$)$YR]_GAOQQ,\BX0%:3' ')@#X:TZ[LBWZ*EY"/84G.GGB9B>%X05WT MH+"&=@&$9O2?1H[Q#'>UWR$SH3K2I?)):D8R%N,;$S:RM[N+G,J"MK\CNEKS$Q7
M'X6WFUS"Z;ONH50#GAZK-<=JP'V1Y/XIM1X)E?2D>S?*&,JB8!YP2HB^8+S1 MFS"'3ACZ&,R\DV2*8!]GQ&*+)%79;WF#_95:>4S4Y@7@E/O^]EBT?K=%<
MFK)R)/K9I[,_.R7N^"2AP!UBG'4N,_%%3,G&/P-A9]4P]M=_*5$LSBG*D[ZV M*I8DHLP$@7&8]L@3*Z63BS"'%'+=H.!N( G:R0O#23M^>>L\Y[-)=OQ7AN/"'
MU;52>8*:44H@].2/G!9AK-MN]\WEUE' MNJUG4LMAGE;)4NAXC7EA][&83?Y MTHC3X"6X:9H<7A3V"]7B2#GM]/N\WG5X:)36!0=T4NWO#_BRX@?
MCO]5L^K1/X(3V!'NYHS97F:/'_WCC-AD5VU_26&7Z7H&)[BJWM-,& 4V,D$*\AXE2XRGBK3M_R:M'O:42D@^> MSMXD?P=&J[A$S/\JBIQ=LFK%Q"@3CK5I-VSFY1TNJFQ>"H\-,
[UZN@"X,D;< M_8(($^7<'?S?1,IRMZ4PWI$2FN7VH","2[*;H%]#52%*(KT%5@TZ9W@O1?L M+-?S&8BC4:U;3CP"?6*#54&FQQ;>KYZ_]\-$_;#R%"5%H8Q;^4;%5:X1;+C
M8]9F)#IN* ]2(VEQV8. ;\\%+F<%1^R>-=!] .L?2_:.G6/0_4T^BRHO)E\F]J"THMBT;JTP?-5SOH!,R'1ZMF'C0U.P_.= MBKG!]&1JO)'57XBUE*MYUP_L(:@E2LI0X7WZBA
$)*)0\+X>DEEU>L M2K+-Y=D(>?7$LWH>V=E=1S=_#K##/1/&FN/JQH$DI[,?P\/I^PH21;ZHQ95> M#]@YC:BRWERR^BU?Z[A,=;M@O)^7/7?]@L>@LTL*;]@;679B356H
MO)A2*0_W%3>'Y;4[LDO4M;R9M@V6!50W0ACYBZCO;1=R+#VU/. X7O-]Y,;; MHH8%*TP8Y,H%=V2$!01^_$AJ@<+!56CI]<9]]OJ7"9RRK[,"BBP+S6)SQ-I;
MZ"8Y+XEXI&W&W[U?$<#^O3*_B'[-SY5GJNS?^7[44\5N.\!:/W26'P:N!\V[-F+1' M6B)0WLILRKMSL_[(!0G>U?Q:XRL$C*[H4U5_/!H!N4K1F,33GV32J/M3M@#FPZ7_;)W1 +0/;-
O)4Q,: :,CBMTLMQ!&I#_,%F5 M*1+M05)N'JENRZ@,,LZ9+TSX;#"('K!89!)+$JF:EXA7X"".J4>,I1*5"Q>3 M$E\C(O@N.5W"Y^JVRHIS-D65[^NV?OIH]IF<\^DNYG:].?BD_D&A:
M^#6ELLJ\GNBUCYCJHUXSW.+\O(/L<;4P#U*=1WSAXT=G?W]Y]N@+Y,*2@B!J MK6KLYNVEH%^NNF"7^XC7&LJN71>^2O4<- F9J.&%]OOSC?@KI\8+P\7 M>S
,&G!4IB/X^LG7C\^_>/SL"\U&0967'1M@U@T]?HE\RJ#.?./KG,WB=X1A MY]'7$=SS.KJ)_980O@0K@TZCP?/?C4P43%JJ$VUEFE.NBG/FRRZWZ M$.*1GF0K]GH903MZM\ DQ-
=^S-$.JM?SNIOO-AP#ASN,/A>VD*8%N&0>_NL+ MV0.T9^@ED^G ^*&UC"\KDJJV##D,KKHT8(F6=E6/DT<,GA^^_R2)+S--M.#E MDZ^*W[CW35BB-
$8Y#UMX66\/3A/\7ET.>K=5\(]E4[)^ .BD15G M\LOPG\'KKSFW%T56-IHFA@\97<@L9DJ1,42<1=F*1=0!3*K4O(0,\!7Y;D#G MGGQWIL\7JZ-^*CWF751VG'T?@A3%MGT?
_K&3@@<>\_2[V?N&W/"2#XT\^R=P M:,V>M^W[4_T<"U2(J(=.CXQ=ANK^K"\V)-DW G5KJB[PN0X@0IF(U>_4/[$G3+[/WSQ/B88KJ M!;!_I,@$)8U(?
E8P%AXGB\U@Q"'R;+=2*4#8 M[$?$KQ,VQ$5-^ #9S;9-24:M98>?X&%AF<,;?_7U;$$)'&QU8H+@8>$[DK^> M01"7PZ@M'2L,-(^]&%A&3"*=P"W$/\@&??DD6,IFNV+L5]@NC-
BH&F83[5,UP^%=)"T6]8:4(&T4O>H&K,(;D]!CI+Y MD5)"C% V,O&Z' MPB:I,A*95DKC+-MUW3HCH:D&"6,3C3E+7W(&5&IL:\EYC8 M*BLO%AWE_1D[JA9!)=4??
H=B^42&CKYI.3[I41EB&GZ3+^K1TS /3[IOQR@ MH0RN*3LU3A=4NFV"^UDQORYO0K'!M%&3*A"RJ=5\U6"W@.4568YD)F%CY1'AJ M;
<)%SM8X1+7RX87M*F.KG+RS\=NT$*>;'6;]NN208#9]]S)Z?G?>AS/*Z;]M M?5%&H=T\!:'0T@W5 EA0.P0(U6"WZJ/IUN(L"N_*=?V>_D9S+&%,]4(DF34!
M0_;J[8KW,/Y2/FR52/A[!)7I2'*Y74)O*YQ+=>76=BW2HC9\[,J^K[9#WMO1 M=J0/.3PI<%G%I?GOF<%Z055RAQ6:$T(!KMPBK'+-BD:1YL.6(CY
M0,R<.:^2S=>W;:/TMB18R\*!GY?:9=9ZD)HW;NEPS0*)1O&P0V&L9%_V6YU# M@0BKL\,9\70%QQ9P=&TXQU^W??#*"944<2OCQ?_;?549L3_1]T4\W=N^2TWW M@3TU@-SY;
```

```
[K[7X64+D^=^;PH;?7G$@ MX%).SYX\^5923L]?OWB%1X*V&Y61))$DWV2U?1\NN'F'@:;,,7<7(/LWF"D> MKG^ZVT_Z10:NJRC.N*#*BFF/ZR!H*0#"!KH?)I+=:#\DFTI?
MF4:/8#/Z7ZE M>KB%EV7R0KV:U^RU-':T2B;N)?XK*>F43:Q%GG=2H\J39)CX0K(%ML*<5AIN M:(?!\N5RG8Q=,$OKV=-GLWU5=MKAD&2@,
YW,5V7KO#.";9R%G87K]&ZO&8< M(BD$?.#5I9"0/5 AW*ZZX/!NI9A6JY9 ,K ,KT)3%?Y1;\"H WQ6$?]2? 5< MX%7)#21=UK\DN25*__RRHO!(.LSZ"Q9>U5XHLF%$$XV3*5&#?
ALO@*7SX/.4 MB_8R?8"">;WVO-L6 )WO[EHB+E4&V\*E&PW2KQU+/Y3"TI?'PM)#+BS=;9?K M%TI7KX6<76!*$LS=PD-1TTUF?'#3>H-.Z3DR5_\; H%Z&>_0I\].Z++0K#SI
M;OKD^E_:ZPIAYE9!ZZ7GD'FLVQ5TC^WS,72)R<#%3KI7*64N*F1(HXM&.#WX MNNXK22.46[O-3!< ->+Y%RHSJ9X&E:F(N*R%/'9)>%)%!EP)( %Y./-6",7>?
AG=%O;LD_S>U0_!R^,J?9-&R*QN"4(Z\*Q $Y3IC" MVGP1>)1=:9 '?2/[!G4W*),]=&H%X[NOPH2OPSZ1]NMIHG-.XE^NR[D"7\VU
M6WJQ85SI6WX.TAMA"3+%C])GJE0\&QT:X9VH+G!ASK*Y:^J6DANIF0@N+=+5 MCH/ 7A'[-)PSHX#\NN&2F8+8ML%1%,Q\QJ3-_9_D"@ PR*Z!/P2VY-<&BK1<
MW2YU_"2'(5G#*Z:.J/Q[(]*)]&9?' EGGO8B_3^[/Q\G@G%WVZ3"_'Z_HUP% MLEL^(>X,/0_WM<9-T=MQ44Z<&^W]!=KH!P$H_LA]<>$R0]3-LBB;G,2YZD5G
M;^%IO<6%)+N'+!H0BV^QY488F'23Z<3X5!I_ON*![& FD!*/A&LN(S)A7BU# M)K(/BXBMO^\9I%=1RVA=:XV/<)<[.FBTV\[#,*F+NB3IBIYDSBQK" U[-J0E
M+YP^0RV'X4ECN0)HR#$1K"EUD/M^F^I.%V#>CLY$03,) ^B'9O[,L:)5B$U M\UMQ+#TMI&)WDWXCVJPOD-+H^%L1&&H%==A]M'=9BA^H_/NAI'NB<+:\WU7X MZXDQ,
T"W=E=Y1:81#X)'F(N M_^EX#"C+'6)N%[)FTXSZ=:^[F.MGZW5UH12,RW#3@NIF!@N;?)/[#6=.Z*8F M@9<=BWT1>2.>0*D22+/(JDNYP7R?IKH(UV(%%AA!-<<1<@*D@[$*#
[N&J!;X#;H2-3RE?AQ'8[I&%BVU[>6\E'B7P!.,67.TT>T76WZ,IK3E"F#IQT MKP:OO9&L;0(R%S*.*G?[!'SU8YPU]^!.\.11(4%6_=^__12&6*"V;Q04D=!
M*Y&19RW];K9N>\'4@&7DNW 3K(+]MB0Q=0A8HR/ZS$NE#D-A0X#\=ER^D_)A MLM-N[''\3@]F1) #6+'BUI+Z4/?:_7 /!DT>XM8GTM2YX77SO47JG/G$SB&R
MV&\]R,FLMWG7D[E^AB7Y5=W>XLJ0+0I",\2QEXRJEW2:N<>'#36KM,*D[)/:6\H3?2 T\F M@//?):.X9NA&$]5X(6.F1A[)H2.B)YQG);M?&W-\[X^F=VCK
MTR#KQ?]]=!/*^.E77S\ZYOP?7L[_]\I#',PZ#) Z;V*2]$R36&0$?P( [V\H M?U,Y/YAYNC9^I&Q2U]_WY(LC34R0)+"FFD/:,/Y+74'&.K&K')%1GN@WCR' MIM3/V@AL$Q2B$A_2
[10C<]DN<>QT6=A2I)5O([HS?@L(ZR+3BP3VZDOJ8R9 M:76@U (&M07=_YSO.^:?3R-DF6:;6U^0_X3] (2 6^:P*?:7%.(114#Y'GY8 MN'T9/+$,#D![K84AUO.:*\9_/#CDBDC/O=$-
)1[(E1M*O^*)X.NK0J$52'T1 MTV'PB=9;50 ?2R\)!>73]]9U7H3 M4)R0ADI22D'^O;!T#H9KW5?Q2R)+@F5(F6< 5"HAGJ_[A01AO]\V)Q=-,4B= MT/O,:R0OR,TB]UC
0"FVAO(6UXCN!W.K"+=A[V/D"T6"5J6>F16>+*)(!9 RVL_T)F;H>? M&78HD@/XC)0XU7^5#L/3 M%?,2UN60L/"?^Z(IH8( M W0=^T%AR%9,K%%3XD]10]C*K>'VL..4,
[HE!'Q<2I0O]A3.B!4CQ^)5)2B* M^W[SOQF_K(4(+6Y7(F ).YVF(K\ E+A*,Y005-!U07< ,D-*Z&'XRK83*@^& M$] "T-;!%$\HT$>@TQ/%(P,=N!M-HHXK:N"72LA/"+)8>V I00P$F1
MT&9-N,FC*4OQK %(,(@MQMHX!$LDZ1DA[YAXLK5%*8>C-L:,]$=58$":]-(? M2%=BW/']@;A$VPQEUTF5?W35R1]LC(2\[7RC3P8I@"M-!1U8\7B-$9LX[3>C
M"&,0C[G;_WW/)IF)"(I:N[^ZAMRD>0P7 5*X$5VC=>@<0]ZF'5>4F4[CMJ-P MTEU?:V6VC9?T1*,.[K!R*4K- - 7]!L0">FF751,-)G\JN/KCSS:ONXT([]K MK%/ J_Y0]_T'TEBK1?
U$9#!7)6FBA+EPU[*Q;Z GTW@51[!]*$):Q2E'!Q%S MQ)W)>HT=#Q:U$E^K,LZ=GO;5F;X0',&T>5A<1'8WKG MO##PSG,S%Q'C+WSZ[/[X7@]F@WQ$MI[)HUW+1 2T%$#
[\W\O0DS"%0NB 3"< M(*<6PM]:WP"*4L;$[@E4!;]HX1W4G4JFHHQ^0-I8@,M]71,@N3RJ3]^)O966 MLJP(W'D$A]:$#^S#47E7(2)OJ&.91,BJ3IL@4]S'9,'KH6I=,UA )$GS0F-!
MF(/K:KU6[(&#%2E/J"R799\'B*&T_X66A"R)*&T<\* C4ZJC"AA%FSF2V71S M#,28BW%FLD*5%9BIY-ZW>_XT'0@QP,AG@GWNUU+%'/!<,I&:W?W*!+-&S%1W
MHWBGPK=XU]W8VA,:$\8/<60QVKW@:AI@"3=72I+E[8-?T[L9*K1BUGL8_PY MN6I85.LPF*Q\RMH++UB"_"^<'1ZX?6UL4RL8E"(UA?5V$(;S+9QV?)4,;+& MHZN*^Y0BH
U2REWX1U.7ZXS->AH5&6L3MX5&/HQZ.!W_#?4'E8LK E(O1LWF M\U>OGC]]]NP/+__^MZ=?/RUFX?^.?/JDF%%J;/GO\]NS-5U]]*9_[ MYNL_?<$?
_.K+8O;N[*\G7W_[%?WBZV^_9!M*#WOV1Y9?-#5,%(>H/.62;A#1 M&8%J9'O?@=\AG=W'D)!J_#V%9'8]L \=]4EL[OI#\)C_@"!)6K5/:%2&W%M MM[VT\AYHL^:]K& O 6;*X[P
G=*>.]PG_VB4""]KN@YGY&QW09S8SYX\^Y(* MG@ =T8@7+N.3""3H>= ->Q#%[U=!R/<'T M7[(%'F25L8!T__6IULE.9R]671O^1HNN^ZD_G>^;=M.NPRZA
M'M,W5=B&)*O)F[PZ8:#ACC?("2.T@2$UO?>8\E[6@&5"!%:/0.]G2*3LB*": M@KB\Q*=*"/H,=;]8'8OYBZ@[,KD\V1+]B,"?A8/D1&/ (MHMNXA^ MR8F+J^DHN[]
(YERHBWC.X5Z8(8^^Q:RUI NH6D 1<,X0\-!FI"XL\@XU9U>CDF#TB=1,!3" M2R$KI0?^\X9#-U,YXSPSA658P:\4F9C8<6'Q]1CC'B!OZ%/VAF)V S>"GK.LGS$
/,@K.V9W5FBO2'=]PBM MHHN?@G+M1S!9UH"N:YO@5T="Q#7HA:B98DO4BH>2"&7JQL< -2$<*Q)*/<]6 M>&/ GP29AW&WGQG2]J%4=/]XK.@>*[K'HLJG%^S4,XD-
;J;G:M2:3_"0D8 AH]&I8A):W4M'9]Z0@DC M(=V0G%CI('>-PSN2Q5 P'$&G^^V)Y-O.<&[GUVNR\;AYM$4+'JGC=R(GLJJ@\*45+"Y<2]#DHO CEN6N MK&)*Q,FXE%T(?
[O[WJ5^UNQCX4JC]X0PD*A>*/<49;(R&4!%;3"TKXD:L)P- MVV4Z/[I.[,(\A2N]W8CH6-9-^!*P%H2+T9*!DS"/,*G7VY5#>XQ*6G+],2*I M@M9K]IMCKQSE#%>
[39A[:5G769,.NKXE+3-F/="E79 MK?F5N4>IR.3%9I:BP,3'A-V=51!T)6V4C75%MI9WZ9K M+\)JB7V),YX/0@:'*L3$<)B*@?;GHI%']RNTVQ'^$QU1J2V2DN84!>0QA] MXFOHLP<
FTZU]RI1W^N((H7Q>%FU+W0$@Q:<,=:4HI4A88YVB@!B\WLD+X) MJTCCOBS,O0Z5:45 "[MK4(AY7'_!V4SKXA$1:)U!L8;I:KBV3MH1Z2])\X$; M3:E0,A?
JX,>U_R:9]NN*J>E)L9ZSSS:9L2A"M*>L^>Z&B^9?U4*U)3F.*D" M_OG%:P]7);R*3\0+P+@E9.E54WC7 B(FCP.ZL &6NZZ M$E9\T5/?5-O3V8\@>AUNS?-
V$0EG.RLKM<#NT..L=+FCZND;"'1Q[KZ+DSF?DP+GQC&+3#VSV MI.&0]QC8CNS-_?NI@OBGC]&4N66<6 X:+ D,&@N^5BU!R52IG%+,$"@:UX-E MS[GB+%Q6&BZODV6IDE-
0;28 MI*MJ_&&15=:+/4?2DH__WH&_^'FY^+_)$EWLR.AOJVJP3AD'L4LR3%-V[4<6 M14(YD^X!SGS-\>3AU1\,N.D)E!&7D$K@J!ZMEV3 X KH>U79SS\+K@*LXL.
M.B1C=#JC/+2%1\)/D0,W$WX8?$C(#$UV^#E5$6N985V1229?OK9;J+SMFFT' M=L"S9%ZX0W"*'5=JE(TR JQC(="T2$? M9SP\P!5! =ATX#FUD10J",>.(Y3I51LS-^2H@X
NG;)#B8Z1)=+H(0%9A2VR M.2?.8R#@SBO:-.1PBB.>?)906#RGX0AGWB\)B1+XEC4D>8_4\WC*5W2I#FDNG6&ZL+ MIFPN%1T(L$1D9/"X@8DTZBKYTPA?GKX_]?$?
0X!_AST_E:BA)3XL+S!ZPR?[ M!U,3%IF5E,P\@(FXS\@]^WFW"VLY LZ_QZ;AU?)P=ZSFVZ2L$K;?WLLKZ(2% M6[?-
O*"I7%4(C%=&5JX9J6IPW(9Y$L,5CE>5>'A0)+N>UYW(_+Y0FW4.YZG\3E!LNU MN1$L]1")%"0QF>C!"?B=W!UQXJ=]QR QI)J7YF7$/!Y"F% M$%BHG&2GA)^?
V&=5PXY:&)@2.JI]FXXH?/!ZPQW*ZWT<2#HU(UEX5D6>UU>U M<$9T-77QH2V*YO*R"O\1[[JJ":\F@ABEN5V3LIJ,V5=?.#K'N_T#2IR(@SEE@N7
/U!!&FUY(S3GF+BYC^!/^&7;D1EJ:&BH8Mo^.TA.+[S;5=2*@$79_1ZX% M":_0C:[$N7V_JX817]0:TD5,VL)'*C$%MRAJ Y>I+0L.,8:@7*?'G6]M_%'3
M)EWLEQ7Y&MIM]S^D0$L2F?-UBZM,_1GI)@Z.I93=4IBK"JCR])3Y3Q0?--SY M+_7#/?P5YR@M"MO"IN 2/*OS';8Q,1DL8]4O.1ZVZC746MMN$6-Q.2A7(H4C
M&;,1MT=WF^J6^B@WB]Y)?(93M+3WMG4_?/<\GW(Z>^V]O["ZN\:&+M^!BA\W MG,()O>2D;=A-[*LFXJRDY5IQ'^\:$G[LZ;M((@H.\_I)O@G]XCU$8VR":G*W M-
DG%3P8>>R"3&0MGH$=-M/!:JF)TTF@17'1NG=1E36P9%5Q-CC4FFK"560M) M"$)M& E3Z(JG9_Q^K#."PPG]B$NE[%][+(4P7&3Z;RB :EX$V/#>%=@3']*U MLYKT,ZM2#
(G9&.F6RM;]'UF[V=9NV.3FO MPR5X$359,./\-P?!*N#%LB(4TWSK5AW\(2@R!)RB#=+"&!(^4ATB.9]L(\7 M=9,:!)W.B2\1/F%^,8X)F1S^1W)!HSDC[OX;[ZK-)*
M/R;LBUS^&TDC./K&G&#!WUD^'>>S1!MF!/WWU"Z](X%[G7=UN-G_=U=R=W]+ M*>AU]AIF%WF?TJ&D P60UX\9R(NR; .5OSV3ZI#+AX0WZ9E#//5]TUY'7T^T
MMZ.]UC.8M4B'3;5KJ!&?Z + J$':3N#'Z"@WA+YG)MY*XV4,B_$WH&I7 -1 MZME0_5/8TOO$,6&?(*GQ$6A9KI6DY"AO,9P2875I^R]]]E7^S0Y]!QZRN'31 M(J4'S;^*%/ TOM
TS%@QP"7Q)W..8TM*15F?\/%HSD+*D^S(;E=,?P.W6EON M@@,$R>)")\$ED_I=3Z0\HW&;T*]])Y]3R*5V3/;R#92OL054ZX=OH+:+G\5M MG61[\S58B:2(GJ>6:#$H"C,& LG7W?
LB MQ3OVMD32\/JWU48='Y+(FK3=)3$T(;)C/:@H@*8*/.W%57]R+>;C5%3BU_ MB,?XKKVD$@P/ C0R.U%4B>_;$*V2"67Z-#=A4!1-[,Y 1G0_E./E9A^(52>1 M>RSYW??
RQ,^48,;T_L2S!5_S;+Z-I06:#N!1;$+=YD,I,ZFXD M@T6.@G+)23.K<'7IU<6J+$WKF9'(@LVW3D>4TT@]L@62L(A(I??XYU6X%W@G MK.JQP8W4]&*2!Q>
[:DT0OF&BJL7^;1A0_@6GLY(.:<64\,4[?FXI!,6EQYNE(U0@D*W7943RO @/U3GW8[ - ^>/TVKI\,Y*#]H(W. M-)"FXQ2^["IRL/^GVS")-1G<["TEY7T/;49\^Q@8&E%N@0WY&
<,,#T"&8J MHG%*)@(-*T4]5TK'O!-P#NT6#4_Z: MS;%FEW"@41#E$.>KDAVJ9P M;ZZ#SCM?VB>XM+U[(%EUE &RZD"L"HAK6_<.2<6_N20&:$K>,$4UG7'J)XPW
M>@K8QF.0V:RN1[^3 A9Q,^'U9*YVM1AWG:.'186+?475E2I6*();B#S0KD&/ MU6S57FL7M6>?=#7$PE)S%_+9\=\+Q8"GGM8OWAOH63'/HURG MB'9&>"QL'Y[6?>*?
95RP4V1LJ(&N:Q)QFM/-:NHXG19[L$464?.6U. MZR/U>4$OVTAY-,$<%(C=7(0O2Q3^232A[>6*NZ')-F["EU#+!X"ER/FOQX[= MZ>Q!= V\:ABK.X[$U7TSV@M42!H&MHFO$L?
3ZJU=5NK/BM4\\RRTVP>GHMK,MG(Z,7!@94C[?=VVN2ID")A3!2G:)CS$Z2W,SI9+@EU0&/&"OIA*I.%7SYX\ M?3)[#-JA)]^=O4"/_K.GWXG[>$9\T91(>%/U\^!"O*:(W_[RV5-
KG*;,KEH# M,0JR+F04^=W+2[+6/X*?H)9R[9OJG#[W6K(I'?Y34B*IQ-EER:\/-+4]1-(P MCJ'D?W9KN+1/PV5:S?=;SGLL*:!X),".L.=?@,.@]C *>\7OP^%H-_OB$>=' M-V1:+]<)-
L7NKGC:A!:AMF31$!J"]%,4LGA64!!WT:%7O.Q[J5"_:I9B<=]4 M"HR*,_UL]OC1JS=GC[[0&9>U[H??YP<]TZSR<$ =5F)L53U"Y3=! 8?S1F :6+3$EFLRM6V:KJ'47 (I\%&^CJ8_
ES# O_*ECQW&.Q[IS@^GC';PLB?-P!D$*_I"3 Z[Q@#2R]/M?,BZ/LO(4A)VTRY/+ M=HY6F\'^B6U,V7+[.I^8M-/9/\(OVUT?-TPXJN\KA@0E6R3;8%P2JQ6F__/I
M6Q+]*-6:ON"KKHHG_'7Z]\$B!:>=PA#:H,D"AS^74UT(()Z9WX&-NNYW*(<( MB__$?J5SV6VM9A[[\_RF&*+6I@ZQ'%Y)N!+ *UB,'6/-&,ZB5E_+F?\,D\98 M=)
[H8AB:F")!.#'H[6R7-^3:?]Z2CD]8UUT7,6LTX=UN;4'1BU5U MU:$/>KX-YZLJ_*U:1--^,.S"KXCKA2?,^3DQ"*&/<"A'7]]"%&T$7KC=$$8D M'7T'+245*Z[#S]]
<5'DZ.Y/@#S<85%E2?O=^:QU)JA0C["8NP19!IL4;O1* M&XN*R_,M%C)O=&@[GS!QPX[9H(C;!;T5,OZ]![Z 1?689QZ$T!'>,A>'TC #$Z+SY"8\ M4<]E9S(9(_"&-L,2$J(P7"[:2]
<=R:N4*^DZCHI.?3!,A#G$L>O"?>]RAW)& M(9J<]47;M5!XDG13<)'Q]L$C(7]Y-/7$*T;K$,)5> R<&#;TT2'K0$TYHNC(&Z72;Q@[!SPP;%&Y54TR)#Q$
M'JT;R37>D)'+&/QBLXXVP>LAYFA$H_36&&BR9@M'83.4X![0/HQ*#<6CH,TC M[&IA&Q)2-)SC)@)$#7,*_0%C;5EN?R$/AN2NW%RRV>[2)1E[-XFYNQ%S,Q"1?AQ__R5-
"U,$13L:W!7ZXUKAD#:E,;JB@#%3>83)X5+! Q*LJ_*@\M=E'S(*)V0)1BTAR M)I:+\QW82:S.^8%+'WFKP&6YC\D/0>V9,N2\O*2*W+VO%I(F\3"
(ET0XE%,#D,J=FH^)]K@K+]0I:K/N M%,F#:>962)[UO6]S_^I,X'3V8UQUOM1[8=JW9E\ME\#[99>1/-[Y^S4\<7:1]3K<3!CO]R)+,UWR^ZYA& M+O:%PN2-
/L/,^WUB7OYF6B[48.#"^.I^52W2/_3>.JTQC^2T&]4]?1&]FJ1EZ=2*OC M\68.&6/18AP*FK ]%N4P.1"IK Y26GS,MU'0?'PFA*+)B*U,:-VET#"-'"MJ M:B[Q*0OCT.*;-L?
TYS8K/A07)36WBI/D]*0'C#:=9-8+!G@GG4]TS[N" V_J MB,+H.HH[$[8CMVMBIC3ME8Z-J0U5Z^7)@OC# ME'51.NEI-+ASF0B]U^HHST/T_9C=L8R-V-)#!I5LRN32XX^?
6A]SF)%V4W41TIX5-P]-L?'2GU*503=ZRCUN M;[Z&7@"316Y7D24(X'(XKI3HHW *G+>4D#I^=B=;#67[M*Z!1-$<-)?XN& M?>JI+&D8="%1V
T]$X*+)7HR\)X9&"1^<1F^@.&$-D'6?$R9C&T8A.#+ZRVW M3Q"9)^4T*7KJ:PD_3;R5Z;TI.[U)[@^[H,0C]]N%WB;122-.S'(GV"]/KX7 M&6B(4PMYE3 $FI.+T%',4I%>X 2-
:VC])*)1&'7BZLGZ&Z4,AF!$\![SMHVOD?X7,8X87*X/;01:5NKS< ,+*L#%X. MTUQ^AQ^FP_/WC2]&^>'FL-QUK#O8E!I]NEG>]")LTQ7@""
MZ47B4_Q):E!RJ:V1G+^:*>1\TGS(_6^CG':Y;^S._35\[CC]8^1>5X)?D61? MP9F^@G5:9+TD;KDA .*\7"RY2]._UGS<,#Q03Y.,9V$?G?Q5_%N,?T?#0" 9 M'*IJ]H()*:W[5/^0
=?!B==,W^L0/6FJB$9X-H?#JC\24-G3;[_]X^SQH[^| M>GT&6!FA%S;\4 ]0_L[ :^T^^Q?>\ M^_[%7QY]D8[]]6K?4R&OF.V6PLG;7=.OP@[B]]3/L?X*=P!*5R>^<]<@?^""Q0&0-
2AI'2VG+RUB_E6#"0! IQ\<,Y#1"$Z1MKQ*2N>UKBXHW-N1("LAX& M5W!9-<"R,& 0GV6\%(<;O'5&"3-P88CL5%"&LG?UOV!""R/DNY11'9#&):$ M8(/0Z\:
(Z[Y;XN>5M.YSAHJ\KP5Q 2R32%'"F2:\>0@Y7 4LHGHC7)&W%8GL MAJ#MG+"OUF%>2- 5(RTRB]P+G(DFN3P-+L*"]MQE+51E6N"PZ[G()>2TZ"_9 M%)(5(-PG%=%4W)U-]/?
Q49[N+AV,C[&EG#3*H9+Y!](KP2&V=PX$7_]J9#:2 MR&Q K.ND#K2LI3='/F@[719.^D%K0P@U&(CYX1L&:%8[?4C5DB8!O4]L[9.: MI>ER99>?A4#Y? P,[.
<8$H(RN3"^Y%%HHN.[692;$GC.8+8NVNY" 3ABJFV MU):I=,NZ2Z0WC-#E*+#C(B N)*F_:VV_'2\MV)Z@:84VY)>TO3Z+GS AA73 M+?1G9;>AD>)E5HP28#:1>
()5S/&C&@@[RFNMM?,@=7P*=?9\'1E$R29E_:_R !AC* 8DWIGZG-3)9*\^E5M,ZOCH<5"0*WZ^<5EEF ME*T'5R'H#)RWN(RQ3U;L=3AX'+&![9X9##!; %U<9.75B2)
MRKZ:@S#1FK^4)BWN[/9\;;DNSK70,6X9]B*(6904HF^9'_@=<6H(TL.J&PC,TM$_RPX-%D): MR-S3OHB%&\EB1[KBY$M=Z33YN1]OEJ9(-O(OL%SASB,_G9:0;
(M5V7%C!C=,EM<7T\G)S&9' ADB\>0L]Y<$VD\N&V M'#AR[3?-/VJW+7NZ);P,^BUNC6 GZ/H11T?*C ->IA_8M MLE3B;OBJ.(U1Q M)E]!;^4BW I8O\DY$*7$IPAOA(1W4):#F/G
MJ2X"MOCNW!78R=%BY?8HUD VV_8V+<,QM?WLF-H^IK;O2[A_QBD3Q%T0.4$G# M'>22Z%3QKT*,MM<#&W=70 1CF@7KM3I-<).Z2M T1>)0>;NISE*"-C3O*G&A
M8'1N\IW,@>04;X+]S1/IA5]A(%[AD&E$3E2'AH ML2]5K$RGA'TX*9PGE[HD][__&2_28"8>0T__K.P>K^D3[^.6<\W$TX-
SG&=>P:9A$-3+W8]Q$>&H:N:B_"6C<@#\*_Y]SER:CR:08X&>4<2$65> I!/;IN0]7T+*$&HP4Z)A[?8.Q M>!]S( @Z*<>$=]E4\!BEXY(L!7@^N-F:T!5+)B<;-
S786NHL'K!7WJ^DH"+X M:07Q7VXJ6H;82I0OF0T7-_)63Q3*=P>T($[L2UT8[S(+-\A:T')+9#2HE9HS,M=MMU[@6BB;9H?B!?#*O=\\E.L+7QV6D"*BKB/?
M%#VCEL;"HC9M)_')#/X7\2FZ'1Y2!XXJQPF*=N(R\1^4$7.@>&__SF>P9'C M0OF_AB@W,0'V[52\XJ)"7[,0)]L[P>^2.,<]H9+R]OU_!9 MF7A?>#N0X#&
<[MNP2O\*3F/X3.'MW%_#3EVT&S'H,?6=&Q'$H^!DJLGZD; ) M[7-*J[2B;"?A(>*]]Y6_'3):&*#26.&5SHV4ZM0L=+TZ%N9,C;M22-UH6Q+> MV]&G??_]69&^M
:J/_]5_JVHNS4.FY$J<3G-5?!J4Q%L@ZO2[GISO^!#=KO+ M;105AR%P&0D/N<[\X ZWT27Y&CN5\M^W. Y,/#*X1JFI6(9>T ]]'E*$>@G8 MG(;%W\LP_:+;3@7]A]IEE /T>B-
R/8[TS7(]2ST#V(N ME4^D.8JQ6#W(GTEL,)I0_04]8(YU )VY+5I)WT MR_RE=[UJK5V)_92QV<%AB;I3=V'&5YD84G</BD4DDDU(;@WXB?>Z&0B]>R M
YC'Y,6+UV>,XB@GD!&R^-([6RUBYYDDYM#50,VR6:S@OESQ'FH=,&>L9Q5_MAV?8'<*EHNV)>*^:.^>R_Z&L_(Q>*<&_E-P$77HPC!N<3L@;7CJ9E]?,SO3) M;Y]'2O$UPUOX
QPGA.=C^@_Q+7E$)P71-/69E-L*=@[_3M]&9D=PL.Q=CW:# MP+P8&-J(D)](BTB"3.AV36UWA<>0>A<#7"(E3+F4TM9M>;6@'TXMBJ2* + W H8=^) MTG[($
R%%GZ('QUE9%JT?D]XZ?P4^!++LD3>"U*R?I/=>O4)SWJIIH_1%X/LH YA&*UP8Q8(IS>!9QKMS M(%YX*(GX+X^)^&,B_KXDXL>07]O#EMY 5?^6'1>+:.9/O!M.\ @A?
+A/FDKD M6FJ DZ,*3!'G@25OC#Y;Q:]S21+4:$4R-E4!!F9$"YV)518(AD*8\(&S47$ MJ]CW>HS(1R[096 DU;R?;@BB#^BO18GW7]6,>)NS@K-_R\DJL?D2:3L<4?B
ML9!;4LCR)0RR"8Y(DO_B^H";/0ODD7!)5,V*@E[4_;,5MCH[HYV1V"WRMTY[ M\*;(WJ23U)6KAWVE6:YJ8C?WZ2W\R7O.=E"$-"K<:P $C5&<%8$&'B^RWJ8M
M$T&$A[>@9&$\I)L"6A\])]M8370-\$7^'5ZGRL(XGA3>"W\M;&2..BDD4O;D81LJI+%R?WLD)(2]FHF&;K#?;P\>2-"7.>W/1>M.57-53 M]^XTJ>,H\Y_!1^(K*7(KO,?LV*A?
JM'F1C"*X+?G'0GGLTPFISW:$3\B7N! MUZ:,I0Q59G?,Y' 5>1*'E,H"$RS[@LWFDFY=^BJF[4'UKEI$>$OY8)U=(H4
MG"BUF9J8OEQSK8,&'3B0@^WE>WGE\8R'IHG^%!PDAV&H"&\Z&K&R-%7]><,\"\$%RF58\"< MH1(JW74^@5(XGPO]SZWO/S>8= &CG^&8E1[O5\IAAWUYS9K1-Z6R[U6;I33\
M61%\,Y!4AMY<73$B35A\QIHSJ^.[EHG2C$$A76CK(=SUDGYFF.O%+,%MA% M%9.\[-X.XX,CTKU9H03)978W\H:7SPU%R_UV'[VN>>Y(,XEC>2TT9-YRU;.F M%@^5;FI68Y]
M4B3"#LP?(.?4T0K)"%RKW['57<&"^,!]]EP3UO $ 1/)&AC*&L#']Y4[ M\*O!L%PO2/#PS3&0OAFLRJ/X-Y M9[P.0;3]:AT'VT_O>*B]B!,@/6VN6>VR)'4AEG%7/QT^=$1-
Q=]BM23A+B$O MU=$=AG^"-HDZN-#Y)CU<8^6^^J[Z^2(/6Z,K.5S/@6,I@8FC!I9FKZRK\):/ MHCZ[NM-=)FQ3VG;E<)6\"",91)W93%-S.Y0# ==SL/T@&L9A8\TX
MMPW'SBY]2FW"6;"6I+S ."@1V[YNN_?A?/@P5R!=8.R(U(GK<4Y&P\E@\1>)[2D_$61VHPC4>+)G)=]<,JW CH3^^XL M5GR*)4/T^Z7.PLVR]C(^ I .%R@OU+U-
X.%Q&VE;OF=.P;+0+:"_56CQ\R8[ M?]ARZT@AQ,*&")QV.+X\=.JE-52%WS5;,=W6^:K6VY"&%5!,!#<#Y05'1=+O M>E Q+M)F6LI^7LO&W?ZYF8 YK'=.R1E!?N5?
#QT>2QI"J3'4)@EHULF1 M2G,=?4H,0E]1NO8"F2-+//M]%K/187 CZSG -T%=T:2*RG_;EZ>R-JI_1C]YR"4KS -]_D++A"R-U E/S]OL7:FE>5I0ET'K!_^QZZ-V+*J!V@/"TX"1,U >%
KZ_E"&',%UJ^/U M)N0-<Y_.OL',-#N6$\U;>8E M(:GN6/K%40.[:A"*KW2T*GG[;-I@1];K%N *Y?G)2:(BB3UZ_3HQ1\(LZ-= M*-3$H7V#8W-
[^W!7+4VIGO6:T65$ZYUBI(*L70/T'V)>K M.,LICWW^N)Q'9[FL4ID+7"'>.*2M>I(PCSJI:'(JFG,R\+.<==>DF8T,'C'P"C MQLF4M,VDM ;O$5X-
=Q2:G$S3PD+CU41&'\D)+WFPZ@K9^)&C#3@O)PJ,B)X M!6UV3H%T2.;Y2/?'T $<4/3-)K.PY(<0XJ0,/;*\CR)5I,E2]-OAT[ N M%Y,WT)2=.;#CLX"E F*YXHXK ^ KJ$SG-#< Z6LP?
2*EAK"# +PG/C@(.SS&',-C#MREB3\Z#0099PH>ZWSJV!0O&P[XGROW\Z^JG[6W4(Z+]ENMC=IO72'$H>*6YB>(\' M/4.!30D)1N]DN!PJ4A.,%5!4EP[DFH4#F5[N,!#NWH-
$&HOO1)'1*K:0TT$8 M\/T+WQ\\TKRAIKK6:*).9GU5=Y7W-]Y7U(134EP5#,N@\; AQ6:U^2A!Y'#4U M3M50*EA\KA.50H&_@LYB+RC8+%Z/=A:4E?
I*S/Y8=02T8XF]$&ZLHV\:IFMN MKAJ]G06BR;#L.*%>9*(7"3Y_;;ZH+9,_7^S&]TL\J[?7.-;Y%R28.2*&G+JAE M4!+=UWT>QD]@1D60$9K,L^PL-
6AS1!!QEY[O%A<57QNZQYEHIKAID]]^Y*'- MB8.7HWAASR9FB!Y]8>H\&V5OX?P+N?RH:+,7+O1@K.1*)F]/>]0 ]S0Q")J7 M:Z)S4QX&%B>?
[:NRZUG_G&UR5IQU+Z]O+!,>SO(-1]EV<\:A'K=O#N!AB:X= MIFZ"$,\'K[GS"#;648: %X::MKO=12\:2VR- M.4O]A_^?O6]MCMO(LOPK%=Z963L"Y(B2[;9;,1LARX_63O=(8(G;$?L-
```

```
5<@J MPJH"]O$@S?[UF_>9-Q.)(BG+YYPBGR!5=.N$WLQVL M7 NY2_]$W&9RQ3G8+:"O>N!0||.0C/P@[<[FC?WE.%#&37Z6[PY3>;- QV@ M]&C;Z5,/#Z^;RQ)K
>NQVR+B1FDO;58ZTN;RKOD^_%@P]$ 846^=NX)X>^|LX]Y(G!%5/BZ+K!M!.N>(]R]<0=47;:3/[\Y3]>?'MV M\?4"J0-V0/M44W0+4L2XH( 2\C_;X<=
@0GVKP]YT&O@E(IY$S&FPSVT;1OH MHTAFO6)),(;AZZ9 ]('YN4D\9XD!]8X2HK]'Z/? M\W&1H!S89DY['.3B!_* M,K9Q/#CI&IQCF\SD .Y2.K]X]A>T:<+5:J)9[M"L1+BQ<-^#+M?
MHF3KG%C'_#Z'H\8($GBF@A)VM/KFOA,:?ZG/6.CW=,X,<[X@(6C&@LV>?*C@ MP2.>JF! MS>2TQ.W0,IF?9#<@]%S[CP9E^U/X1Q$VG5&719V,TO3==@H'T=Y M]'ELX
CG8^#2D80;>:N'JQGO+Q3K83$__XKV&DL?Z+>@YOB?']@\_\AK]=LSK9N[9_P]?D729!^=O$$_NZ]H_@E#W^4L?\OE[\-)H+^>5/ M_D]LY@*FD,RI@91!$Q]H:Y&,$XI.
[YAX^M+I#4@9X,B8(C\$R0X9)O8^O<'? MU0K>):<2A$)!BQ<+TT7.UM2!25=_^P\HC,GB,E*$&OAD6 M3=Q#-0("2^54#YUWD".NJTK85+CR33) M#X%T3$9QU.?
H(SXNG/I:M6?P7_D-A)U?CD97V).V_C7TH=2F5]IX" M9H+*F* 8S3Y!9E#'[THH) E+$BK#0N8YPP[5C:!(X"Q7^U) M+3[>U!@,HUDR)AX\T/RF$"F)>CE2&-4RGQ;T,Y)DX?
0]EA?,Y&TX)5N1PWK. M/\>Z?P2863T+O2!-0&BD8H9Y+V-L%CQ5.+3Q8,).FW2+3'3H!5P5;-+]M/I82 M]I>G$O:IA'VRDN_32@*/RRAJ/GCS0:+XVCF!FEHCBF"=R,$32"]K5 (M0M]
M^NM#^?@$VA==[/<(KI+!,/5?'".5W;(>;//;.[P_7(>H;E!]I[#^(TE64,CC= MY<>P2Z=WN;=,R -+Y!G[L>O'. D^6^Z9STE*OIM#=H==E_#XH34U9-B"'#*) M,^Z9CA#9I4M$2T-
%,B*0"%TW(F133P\=Y[]1@PQ$U.K58MVN1D]ORKK+=%= M""JP"UJR#*)4D CT?][^.=:LO!Z=@Y A0Q8?AS."%"P#\^>R*W0Z#L=Z',#^ M)@0EA4)%(G);"PPOTSW)F[8@'-
#DG^%?EO[0@)F>!&O'@J$S& MA8>(B%E+_E(A)G&IY''^2PK^"T'8]O.TI3)17U".NKE9ZV2ZN*40DU M](X03R08(#?3[V]YKN_F+=3KC$\3Q("TC:37'+H41!>)"[N$*XQJD"# ]';
MD[X%[LSV[I$T^\MCI;^J$^IG5.UE_SWG8SN$>YRELDE8="1\YRRY9#=@O>$ M,%W8[8 $"VG?7=K!!=L.R.Z4VS 7$-P((+PX94H0W&K9USA ZLMW8,A$?3[X!/3K7?)-H> M6/
YJ>=A5R9Y9K5VG"%ERR [=>EO2TJY^_\X,;3CW&C,Z>Y#O#> XK>5C[@# M(LC2JI_=QJC5" B&Y1=4M28T UJ^T*ZMMB_LYV+QIFFOSR[;:VX^SQ9VIQ[] M'% C1!?
F>!2G^N_1;LZD83<'@L4[U)5 IWQ[#[:IU?%&H!_!EJ+|W7G:";>P M$1)@/45>E#P:6?H5>KW.(-(F4NBJAK8E<(1 =5*$>&J! U8UE$1) M,GQH5V\NVVTE#%GZ3.
4*861N(R/JUD/A9&1]R ML7-N-$&3X-Y9$UY4ZEHN PBQOY+OYS&5A1BTE.OKZ+%IKW'5:6L=P].ZU?Q@ MCP=AD&\K/Q%=/5:K2I*9(S*+7IL*>.]26M%ZZ0E%E[Z4&\W@N5%
[9^6&KF96 ML !:F7KNS-ME;D=]M#1U2)='9>@EHX>\IXWZL[?'^[O'3A MGJZXFEYWK&A"..'4B':^E7>2D$>*3N\/]*UY2R&5 ,:?E 18Q=IJT"7GAG2,
M/0BJ(+V>MZ((.,0U/(>W#S4B4_;&_9MOO@&?8J ^.0VQGU*GDG_,R=$XM@UM M/5)Q*(%CS7B3!_=,9I,PNF3G?05HC^*R BL)PWY%/F6ES'"]BZ2)HB0+X;0 M-
4/NR%)YOYFA36G2_.B6# @KA*$7D305'85Z$#&UR[*OE7CWKN@:=DFF[?:! M_Q%357!2*VBOK?M+^&\#57/5>^[?_-W;YF'#K,N52[2[N+;-W4,<3X_Y'U7 MDVJ1-:G"'IY=2U
G\&'V/8B\R3$E2RF[!',@1U>!<.'2X.ZRCGI@5CD#->QQ)Z4Q9MQF ;]L@"8/F[3QMX9N< D,M,"_0NHX MSEAVTNP:SL]$'K@"9E>-#JFH07]KP%Y4=,&[ADF KQ65*$!6>"%%:$U
T<< M#NK\84H6$K5 E9-)SJ+W;PJ2#+]L)U=32.:&YQWL,>]D"-L),M@[8OK%G+#6 M+Y5EB'.]1FK=IG"8+:Z"_O-I.=].@HK4$U)'&AU8]4P[??LBLP_UKD9D@H
M\&Y[(=LQ_\*0%''L>L^M A/_(--9$C!^V%]2VWS3O<=!)+7,QL"O?BY%D3@D M,U[&DF7'W8Y$+9":)*B+#6'3"F/SAV1:)P01B;$PF1XBB.0#0BK4)NV3QZ#>
MA0UFZ>=Y70]:X8_$0&J1"$YS8;3)>P&SNEJA*+T(^V&Y&4N,48BO'@CGP68> M'1NZ:"!8%19L-[HH%/X.DM6+R'W:>D[G-O,IF7&:K MYA,QQARN3=AE ^0'Q,
<13DF_Q%2BO75,PNON4JC@DY-1G8^&'GA(\MUPXMV( M9( 6VY+[.E]9XVHP=[21!@H"Y,S*<\@E,"A"OX5$J6,A26O50MDPN(')S3>#
MZ//N!".G9B'2<3%\MA4TR=X!SG5R^>;IE=B3 ($>9 Y10L)U#1,YT"5:U6!Q M(1X<^%_*!?BY3%+O S'F_(X]ZDZE'! R&V,X) .8NY-E'=C/73 -DO]>N"?$WWG(#BX+&K?
%9$=),']P<'U/%HC<< MOGN'#B.T1T^!R&SQ/6':\:\NGD(IAZY=6 -+YA!=Q+G347)KJ)S I*]O6F:< M\#^.;TT6_@>0HJ&>*Z9_+?T9M3607$I&WA+9( $-4))@B,QDQ KL[6$*RA9Q
M)UL2]4E@.F[*'*#*YI'3,1@Z7G';5S#K93"1KAAK.-CZ)%NPFZ/#0'?/7CC>VA+],RJ;;N*VU#0+<@L:B %??[C2V@M45+(T-.^03VH,;6+Q&94G^ ?YG+#)LGLGK?
9)7.JJL3ZK_I'TPT4+AC)[FW* MB&9]%,G7X)5X=V0-A"_T&Z(+!1>#*0>*]RQNNB4"V[)$P57,'X4$H400&VZV MC FT/*HG>NNW*HI\=2J*G(HB?W#\]Q+M6N!.S9FH=9O8OAG>?
$J/].H+6T[ M/G)@EL@.[2AZZ[A=9;2&=N^M5QU$Q5-ZRL[MB(V ?Y#UL1W(?Y-#[3U[5P*$ M;YWU!.I>3#TG[E"K.X@PP7TL\N+AEF"*QFW9",QT/KU"5V#$=Q^)DJ'M"P]R
^A+]UT3-\(/*)8$ML5RVK(-C)$J%+CA5MZ0D=HF;5D173:99VN-V MK8A-F_%,_LB%6VH_0/H)F\36J'*#>(*YB0Y;6Q,4#F,.1/TO\B;D9L8.S7Z.Q M,I!P,]L1FSEO<>;16CKLJYH-
=+78L!#+C]F1SCR*6Q7 M;=9*3PWSG"0>Y_% W,89RQPX;),,I+#IA:2/)!L W(__B,;7I/0YS@^\P+?R M@-+.GKY][K5P+)CE$7XHGN\6E^8? MV,PA"Y>4ZB0)J?A)M1]I\>N?D/_7C"
F271P?J399WABL]M;#:3OX\ZP.]KX)YM MH0MZG*290I[%SV#]$653$%+@6KR4.#8#;QB\<)/3E5["F9L]3-GC#J/["G M*'-2\K7B2S+OO>N[BJF9SPX) M .0U[*-P_V'1)Y8-
1&^8,@N0?8/4NR$"*RCV:,Z0.$D43&R!&! YI&S\-M1-1CP%5FA,=)O.H4);B^T*BYZMV.^Y<1E$T+NXM'3,QBY@ ME[U0IF%[@V%),WDIY8'4_0XB]@5<13A43#W07_7EVDD(S
J'SAM_#T!*T1Q M&7$Y.VYC_IQ$V,(G7\Z?E&,V_#_-;LD,0L)FB'+*V+'X\0]_>S615NYK/_*R MFX^8QJ"%FC0;VM0R>/U0(H_+T-G1B'%5W6-R9P>.(.)Z*=ZYD8T:P(S1G\?
M"\H*7Y@_RKD#JV>&+35IGQOC#MUP"F822Q]DQ4FOEQ6VX@[^[$'8!;#QV VJJYDF[@)>AT6ZZ]GI AYKJ<*PD.FNB M1S/9TQF9,.68PER< L'FHY:?
(+%,+J8*5P6,=GRMD$#5GM"?3%]3W+"A*K*# MKT2'#@(O6I5D&,!8\F$EZ>Z1-PMP2$4AQK/]=HDQ=&@Y@ WA*(6RL33;@KR) M-0.XFX](9] Y6..S&]IY;4-
^T1Q@3Y40$5^^CB"6DO5.OXV%N!@=!)RE$"%4 MBHM=IJ4O&BSM+/,H9F&_868 ,P90>*T?)&L'#@=\+/,IW0@>!3US^2-KOQG$ MGFJA LZO8"8!_E5(:757+*N"A0?H0?&
['&I;HG^6_>RX@2QNV>@?9M;FI5EL M@MJ)CF,EVUKH(?WZC?N[9AKOG-P-UC,+WL-F:L;K=BW@J>D.[A659/JAI]#M
MQ#83!MAESEW4/B*P9BD@83O)0TD,1\]J4:6/"%O.70%IBW?:3?YH[$.Y)K,T MW+0C>5X4S&Y)=&^8%A3U-;0SD!+1-
JV3B1I%GK'R=@*%":/!).4\U3A^@$3:NQH/B=2]I=29V=D5+1ZRXJEJ MNH738YH4$![P /^O_G%8 NHU11GC7*7;0,M>%KG*-A)8 (%2BSLPR[[EWZ^I M#(")LW+E8=4B_
BEH>_AT(8M:SW7M.$QZI:ZCRS$Q K ?Z@E">KP,7EX*(UD M.A.T1^?:TJG(FBENR;$GT=QRD]Q54_Z+B_MKRK^KW7\/Z@7MJOF%7?5/! ? M)M>8FY-M H"_34#-
Y@0873\AZ3E@4;63SPKKSJ1!&1(7 MD>S'T -PJH!2@3WJ07(%T:75M%C_45ZX) MZ/9,WVY*!9(AH1&\DRM!IKD?O DLYL6#%S"8=;NMVUGFIJ3O[&Y#0"1].HZD MX?IZ-
A;#_8:+B3N(E71U,[B95>5(=\NZNM3NL%I4+;9G8%D_^+IS^QT'L*SA M5$)\ .W_;Q||8'\'P$7:CI!KN9=!/+=L";[CFG_=[*@>BCN]UFIN$#/AM,U/ M_SASZ#!5 ?--U%$_]C6G7G?
=]:O9RF=;;SQ=^N'RN]X.'&EJQD ] Y]6V[95N#K9BNZH%5W]HH9)] MPG2;98 N/#1>Q=6VK'?]0E6ZL2Y#M]-4L/Z/NSE$X[L?@,#,,N%(!O/ !4F5 MD^1#?
3SNALNV(F8#!$C])V:]Y2]MW6 M)DZSG&@;;IV//"HX[TA(R?1W,$GT M2L?(/VK?:>FGB^B1/$D3-R=6 M"6>=P'OX=K=NS9CQ]HXIFOM :^Z)K#FZ=
(=AAP$UCRIV4ZKL9N0RL6Y'<?30 MO[]9_#)V=5\14&K.2@DR@18 "6X>8HGE>9#E=#5?CNK3;,OKJ!;E]YX_8D-Y MOT@'@P^F)ZG#MT14F_V("Q,GR46
MOL@4<\4Z\KG8VDN]QAAIZVB \;5I0NU8C,SW">/W=LFYBU-R[I2<^\/Q[K2T. EJ)'(RTG\)6Z1A\!> N03UQ5/C\Y3]>?'MV\?4"FK;XGUQ:40/^OXVC=KYX,6AB1WM1HJ;
-3*MMHKYXF_"H1_B+HK27..P'TGT M'HJE!V)%'[F:SC5#)=2 RXDQX\B-N"D=1-K#(YBHZTMNG@\(3ONKF,EYVTJ2 M6#NG& S?$C7TQ T[O7008^Q+003/S9(("F_2M?Y=58@Q
M;,D*$K&9B8V2='=(1'M?IJZLCV1V=$AQHVI=N,&(.)\/$547EVZX=JY)'#%% MN2"R8P&)<7^ O#>4_!BQ8YN5T72<_F*2"2!*#,D=K7&>,?(-)-X]N@R Q_#G M88!30
@Y_Q+OF6[\&R]K'IZP"X2'<)O1?;+1Y'Q8EX?\I^%FS\+%Z(Z-V(6& M+*(^$\!KE6)^)?DW* Y\@/+8_";/%H31L("0-3AT1DF/:]>L'
M0CFS8]%9$_3/F,LF$R*E3BL>+4>JZ9EI"RV_=QL1)K'6>EQSR8DPU@<4;49A M0,B11]&_"RDL9L<0_Q<(MJ'D(;)+UXY5 L,"39XW.?^2Y4C+[.)01Q+,^2+Z MK1G9ZP/LF
\PRK6.B)2V_'S?@]A=XTA8U$O_: !B-GQ4"X'O"7OJKXNMVS"= MS)J-TS]'X(S27J;+$HRN8U,W+G_!,'BJV,'1@!Z%C8;9'5'4W_C+3;![Y%40 MFQ2$7MQA"1NSH,L
\7]Z&=1,P\RDK$F.XHB"9MD9[K=,"E=9Y4W")APE^/F9$V3AS*E6 M2@Y'^B&! V/:,KQ; 1%]KY:<#\09XKAE4'00V'DR:8RZYX7G)+K?#F1B^3F= MT]03I$[PAI5-
'_K%9W(BXOBW1(P?DB%T-QM88YH/*0+?4D@6XB?3+L3+T.8Y M%)B-\/D2H+_K<1N9Q)L]L#58"<+^=INX@3"U=][LP71;
M>@D0OOV47>_D=.,Z+)5,CGS03E@!E6(.!GG05283=X?5$5B89(-U9HPM14IQ MCD.2N]A"5E,SI7 XZH%N&W_\UU 2@F>PE(WMS)6:P':F">0]% 5.J;A#],C'
MIU3<*15W!!ZPW)D8NIC+%SLF@?1P[/'.(,%A-$!@T,P5O*SW&>\2^56G#J8U M@)/K1.Y<;[HZ#CH''W$2.Y6L!C"UR;Q)[]&W&B@/(W:=ORUJQ_O?VCG_U"+ MAI@D-
K@3X>^O7_WTLB!V;0246,VO=B]&!R@=NOJJ%!LJ/ WPW\!+]J[0P0$MZ MAN5N^ K*%?PN2FRSL6Q^0Z!+A=>9Z]^W,AQ(TL$\^&FKW74AH*J.LU&4('80
M4)C[5VY/^X^RKS1].I/=X*@&G"'MG%?.T/=(EH3YS&2'%.9M]%B-RX2M9"( ME3A&Y(9@R_C8&(^CN+5B+WB0I>;?Z/FL#B<,*==;9X]Q@*Q$0[I?Q'XH$_/.,28(*?T*: MV!X6Y*]'9V6*!*H-
,SLP6NFU*TGJJUUKJI:6*8=7.; S^[GMTE-F/67LGIJDX$$< MQR8 QIY/^V_(I?5<=(+W8:I]%"GJM8U\XZSH?<_P'$P+%\%N:JP8)2WXX[(' M'!L% ]SJ)RV2MC^?::];ZB;FG+RP#
2MC<*BMZA_#Z4GQH$N43^WY57;!4I( M4:(0(M98N@;[ET(_3V2>8Y,LI'"R];O(:X&2P![+@GEZA5PMA7<[[X8$2Q:* M?&**(TU0&>/MU]EM(Y9UU-%D!?-
NZV,,NGF681AB2CEL+B_FF)N8WHYGHOBW M4K+22!?)V/\Y/238^K% HVG:GF_7(KVTC/$0@C(R%+A/;H'L!/#E>S83'U2V M,"I:;KB1P@'R>F3-,; ED^[\:+M$^DH141VXBO 04
[+@5;E;A*;BDVR9"[2 M?40,/>[7/1@[SD="6_AEVR&Y&688YWX9(576BZF2G/P/FDRUH9*LG0%(!^P,L5,R_K2 ?[OC)X;6$-#KC+5 M$]$\\]/0X#<$TP
3\TM;@PWRZJ\%]ZHEA3)T)&PGQ)B9]0._UT[1XH[F0"]K6\W-].IU<]]&* M8*1-@>Z)P2[I@A:B0,XC2'/@,B.$%@Z;(+/!#LI=2 YIVD+.6KRA**+V#W$J M ;H_:7(+C@KFGC31K8+-
\9=%)5&,S]H.)6-;Q2#'&VA3PL9,/Q)&Q4\.;S1^ M'-\#E7C$014.HT'6NKD'_C^GW5$<+@#T[XAQ\[B0&LCQKSMPGGK@M][;F?N? M$XW&0"VD)QN1KSQ!$='6QI?
5'"6K_>0LPH_L[SA!B[ZF8<(O/B93,VE*ZJ] M(H>OP=@A&YI^K[DH$A "K8"V)9O%F<9FN28M@.\KV).7*-/2>[\=D#@+?M3_M=_3AR^-'%U\6"H0D9'^#W)+)14&WZP\.R
4=&!$CW*S"]\RW5F'[KAIB-;'1 MU:J/TDS03'-$XH+\]<-?0/F8N\TDQ8;[7O(]CM*2 \_Q M8QL0! PB:BC?7^]VZZ9P+&U-ICNY0)KI3O_IFW9"?] ?%D)M=+8 8F\>L0E M2RH
[0BLEGPN.7O("QLM(:$R0QY/5PF2%K'B3I*3R/=.W!>-9+ LJ2N5(N5T MYNE6A@0T-=JZ2,->@$C,/*>Q_H>;%S,UZN PVBAD>CHGTCS1%I5HDG*FSB\8 M5YX%A&Y,;S2?
ZQJ"C":--8JHR6)-X+KUK9&]]K735T]V@'SVU+%+ MCBL%Q^UA0Z9E$)Q"25]CGD6!-9$# ET! CT@M+)BAA&=$90 M;S3*=]PZ)VI%YM29*^H@RW&HBW#ZYMU\.,
M,;8)MC5KIX/DP:_F>Q4.-0[F+C\T/KOR#=I-*O!@#L>[...",XFG>.$-=!K M9,F0*6'2G:@G$W>84PM631W__@U,GM6V;YAGGR!6$GT# /#?_5V@$5D-V$V MGLS0
REC1%UNM]8KVLAP,(K476T>.EN)P!\ M&$9&..FB5&,FK]16.K6:*: - 7H8[=\(_\+Y:3!,T$O"["MJ"["7 ?")65C' MG70L#K@)TO^Z7:?L((?^(RY'OZVF0KRY9C>@2#/Q'K2-2313Q T-
R2T*51[#7EO.L*#WWO3T^ZFK$F^9 MN'GQU/?T=@62ST\%DE.!Y)ARK\(Q:^UH+MW*20/6%#>F*,K)(H<:JL(NKDH? MZ(Q]#&6L_(6U<9AEG3A'EF/3>MNH+GN^>)Z#>L7<-
)1%[PVH01VS@U1=5LH M8=FA &<%!M%;_&*,&79K,RUOPTR$&%:Q[A8@HW#AD'AUE"?I]_6@$#]*59I. MH,N/NM&JX.^AMVL:78FPQG63<(6"DYE$.CF_E(P1\A45\79VP-
%*"Y%/YW;M ME78"[<+M9F#"=U"Y2(ICF!C7AI,^-P1TNN@?0U3,Y#0R>N44@:^@TWT3N%RB M)..5B#P3DS7H[=C.BSM4@XQL#);5H%(% 1X3&F449[ QBBMH!.,JPHQ,(*LV
M,9111',!O_+)_XG(D3CG(KE!,LQ9$VONPIAC]JQC82;DWNB?OJ-U.2WR;UUD M/QO. M;RT M2OI2>3B<@[DP*>AU5:>G65_*L]%Z>.>^G;7$LVZ)'4C]>G]#G
M&8XWVX10X0YM?W EVAL]2O6>EO@8EAB=+@EJ,E[WO'&_QL0[L&Z15*<(<%*A M.OO,TY(?PY('3DGN3A7BF\GU4[G@34X4IJX*8[ M7%-MNULZ(;A%-5!G:WN%]/7TVBZ6@(
1B]"#R);H*NW@&/M');XYR<%@C6NK M"!:BGVN&SMOZ5"_"1WKA4D /+X1]%$.STL(UYWR6;EN[*]9VBHE7%8#4BU^H MV.([3!F32X A@B;([.LPZ:?
1>.@SS%YZ^G(3@W)91,MM?XR,BZ%*]+'6X7-%1(C M==?Y--LM9<6T-/B;EV,N/_>&/2.R[+%G%UK5Z&2O8'4",0^0=0@-$F]"%HS M0,X#M#
[,>MD#]!)1"."TO0I1QD]=63E(+R[^6EXOGOF75K3EGD&S'E?5OREO M+L^^;?VN\G]+5NS 6,L%7K"/GC9MHWC[ B@T1)>0>&;JCDC \_^A%1GXU[.
M#S[AXBG6\>&#H%M[Z1]WKOG]T9"8X)_RM&$>2W"1M3F;!]4#$,:93N6YO.EO M\=\KAY0SGU@"+2R9?A-D^?A34B0&%BQH A) DVZ1_"#/Q(B+<0=?5?]AZY,9#1B[$
M,X/&AX9O8QI]!(%DO,+%A0P 84=G3*<:,N^HL1_M3NUWOW>/3+(]H)LD[1&) M4UY?ML1E*H V7'[9% !VZ],<2;2;)O3A*]*4X*^V;3UHM4#1^M2 ?I+#OD.Y M^XM3N?
M4[CXVH.?/,JAW*[LVU\%G6Z\50=F!W@M0]8&EN6Z][8,4!/@^[8T2-MRB'JL+"%4W8"SLQFS0Y!F6\W&P&Z07%4&%_GU%*$E$6DN=;*W-@++G':#1=
MYSA>ZLN=IO'+/GK470OI+58( F M8 M*J#XF1 @Z,24.5C=ILVV7*#5+\DD9DO$#K1Z9EL8].#7U2BKYQ@^=K);_MK%X]Y]'\$%P.GB:-(A0F@=BU)2G9E3;5+CPI#?&?
W0@:AS*:Y3ACH8_>O>V440AGP7 .0! MR9(2&.O<'X2WFSVG\A+D)^?E:=TNH?=_*'5[T1<@413&H.,100R+A4'[.?+' M;X<[T"RQ4;VX*S6C9]V9. 8W\E1I9[8PDA9@D8\_[OI8C8_
MRD!<9*E,FUU-E6/D*,M)+SWQ*I/]CA4.W#]K$\KY>@8CD( M^_IN[) XO,150JZ4BV+Q^-'C)R%M +_,$#6#N'WT6Q$N:^S@@S"7V/K\R?-WG[^;WEA]*L/L7-+M1=[V0"^'IG>)]
[?R48-\2 M3MJKYZ@%B'2(2*;.1X'A:F0EP>2L'-@*95O$GRTD_2D-V:KQ_@U>V7X2FW M>-]M,'=^E3M[CHQ6I/?\$@\6+$A=HI\/ 1870GY(J 8.;',T*1/OL(2B!8JA_M0^M
=B@(F;0&AN(D*QT$A.-G3>0BY,DB&6.T+/&WN_.J?9.T[Z$3U/?PM4Q$ M*HA_(,:%QYN$,#Q,=4L>&QC,?1<:K^3ZG(P/F)5[LJ-]2$Z,Q4]+)F]1AYNY#+6C,>T_QP1FADZ M?
*)+QK2GJ-1-*#@>SG!/&V>R"W\@VOW[9:32-*G.ZN;8$YA\&5I,VH-)#8! M@0D>CF(_=K@^8BJBIN7.LDDD2F(I[2!=>%(EXA)!: :9M!3'1!71==Q9Y@G< M;
[\]#W>EK3.YN=0)M"D"&7>!:(&/:ACW]?E_T9*Z%($)O[^I@/G&O*Z,"PMD9Y9'I5\L1DPLS#R%\N9TQUN?3#:QM9 MAFVY[UW&Q<@2#D1M0YP YKXP/_>#R_/#V[&]8 H
($7#KR+A26\<5GZ)@8CG MK0H[22-R"2H G7/83EQ6_C(/>@ TDF@G^/%ANAUW!.5P+*RKCRJ?H<8%50OXDK=-:-M:$6R2Z"?Q4(+$22P%%O'9<#!C MO2.F" M JZA5#+*)
(:A*+BG-3;DK^SD!9;7"05*VMA<&AE.Q0TEE>#W=77,-+>_Q15R M7$6OEQ]2K91H$ERA4\SS,0X+\D/7 4KS@[+)V=V,X *CY,2!6N1MRN5BAL M[9P(8]FD(&,H"(5"W:+HVYE-
+[XR'XDT!VT'JMWI66(NS/& MDOZ$72,[% > M8LWNE?^UMJI742BS1DHJ']RY:X!#.)J_9@03)'^J=!5I3S;YA?5ZT?Y4ILE,XDL,G.(8-()(4QE;2;CA4MIB;! M8S0/;DJ#Z%CC)FH,\
(D"K15<%KXDY$7"=X%.PO_D'P8I>.G4Z$_G[/[ M@BU*MVKOKA#8DCMO/EZ9/6=&'5 0KI52I63"4>E/PO0:1$T8+*OT1#Q1+BEJF010%."F) ,R8I 4Q8PUAMXLD0VJ
M#1PSWDC6WU]*D#]#"?/;1ZCF,9U'P0O&*I&5D!D"]Z@;M[RV'+VL007-M!]FUB820*<3T\IX:YJR MJG"Q2,R) 0AGIU";@G9M3GY'0\@$)/Q'XH$_)/SI.TN#2AYA5)4EI!WBJMR.
M3ST4D>4&XE.&KU-*[%;M\'O/**98[#?.9AG'B-A2OL5\PO&G_N)360BR9"]5I6NB2^ MKB+P;DIB^N))D?UJ,D_KNNO1*Z'L)M6)H1")OHGT<$$V'/YSV"K=LQ:T_>F$
MC,H\0BIZ#9 PDP)TF7/-YE_D9P6U^>QGA4: O[KR\N;L]0YNY&<[O\-6I;_H MKQPW "P^A1_Z)/,OGWP&]:42,6E^EEZ[_>!V2_]4_X.+G 5'Z#_>OLS"R]\F
MK9+RD5R35R^I(++;MUS5,(?I>PY-)@$7Y&C_;7+'PW_L#2"K/1=\'E67.X&-,R8;IMT]3_ M B^4*&/\ V&48IJ"Q&YX*RTL8W1R$W6^>%VCN&R^-)CW.G9(?9G4:IA1?4V>
M*T31D/EB9T=E.VDI9$P@9CX $*$'Z:(5=T#D:=^#R&^(IAN9_<0V_-/ZK\]H M,/"Q"9OT+9BJ\PRB&\@K=$PQF55(QH>]2Z'GZ")$+ M,M]_"_W!;$27WQH8>* [X/KW3<< /!
P#SPI#+/NZBN3]839S(UKZ5=J@P'- M&0]QC?_OZ>\[X(T/QO9ON2$0C;Q_J0 09]_$>X\8O$!>;$D>0,MS=!.0T'L7*4KTP';3L" M!)%+/^/??ME";H-
>*$,A!Q6@,IM+T[@C+]%FH;J)>PW,EZA;#GXN^5M[X&]O M!E&VJ?SY\P9M8" Q)8#.W_\6CN$S\8RCM1M\,+578;8P>;'M,=]NRFB,K"67 ME/@F1/J"2K1%@*L$^7M]7;KO,E6
)@=$\##N)F]"+FYY+2Z&O<&O]$-PAD M*:E*N,5@L#0UOW>IEX*25,QDOLF+&8?%V!Z+>9LGA!D% DD? M#$M;I,UT>!3]\=UXBW%U+DILGT(WRV?
LU4%3_HJ<(N@ZXH#1_\+88PI!+#O8 M?V#EY3I#4D"$A-22[(!-$,FXN%<$&2PF&^[N>)@PNH!Q8215XA/)@P'',*GKWYZ]EDAU,-;,'GTE:K>OKR""O#9
M<+,'X<(1UI&>!.UNE"GQG[NL&]UYCNP@8$61( S!HMJ3,BF?1GXEO'(6?51X M8X+,+[X%FN\F,5HE->;2QY6+,@')L.C<]@&$+(:PC]%7C_L,@@I)9) MJP/IC_&)5-^Q_<1D
"D0@+TT-@#/]3<&;G<(56D?W<=0JB"&FH)N6+?;NE4L M2:888*;M0,_&(>54. E]WZ[.<2__K?6_C!JH?G->4A.;/R)_N_$#)T5&;SG\ MU+UH_"]\"NF\SXSR4GSZ\*#1-
,CAY^N[77S[/\\6.WH79Z^P-89SIEL_R)\Q M&QU$,Y7:"<]GR.MHEF:"L2#I=8F^UMB?(N=V6:)X(U[/P)0"/\+,^ O?GSV MF?^]GK]1WUF.?L4Z4F<%4XC=C> 4\TQ]"_J)@QB@OU"?
-FR@OXR[$C+FW54- M1OG3O_SE]6>P2(W;M-B*!'$E_$OE#=AJ$ -'UTB]I]Y'HP[240:\=UM]$0

$!Q[V-) M.'YU2CB>$H['!AQX$;=N:7WK';&4*,8TOO6PY*->%CCF:QL=4]]]AS$B5\PD ML\?DSLNVFFTA@L3CLFO+.R*,__.3 6(HR+G!"#.7;@5/DANF> MG=8MWTF)?|^
@4'(5[(42,CAX +K/KK[_BZX$@H]24P*8>0G$ QB7 M3+OK\RB$:& Z).2MYN=WD+.&[L)]&E_!QDKA&AO M.AYIJ.]CYV?C5WD+JBL<,S'\GW#<(01,/]C)S
#VCT<@+.M'[T&0[!S$*?6/,*XT IT[@Q"#0[=B]F"C"V&Q*4)_)>U]^41 MOF#+/+F"Q8:#;3AQ?MY<7!J:YYCXU)UOSOV.W&OKC/FUS_C[XFI"#'W+C6BK!8U@S\9#!^*)OG)
M#"'%LPCIZ12L$O5(2-*QTWG %KM'%FA7L.[Q(B\2TFW3K6W#=7UP;26A+[O+?__L42R7Y\BV5,D>VR1[*M07]"NTYCTQP+7L_VPH@,\-5#L M*.O3RAU$%H)G?
(CH]U=1;P1>CFOM>X9>.>UMRD18P/($]M#2"&JA M-Q0GXA7LC:W[=5]W6J,I36"H%&^+QX_BE"@2MD/M/# A,FH4UL7[^S4A&M(5 M"2]/
HR(U%0'URM_H'"R:E$M\'_3X[O7_PQPT&(?IG9*M3EA1_KQ+N&Y+"/ M @9L,AE$4S271NE<5$R%&M-
WG)?.YFAFGB$5*BY8V9Z%>NV8"F^O$U3*2H.>+OP.9G@".#W0S8+G2;E?ND10(A>'6 M24N;16!IURI/H(W<0FT.\4J*!N&X=XF,MY@O89@&OS/?IWVW9\>H#/]?LU \
```

~~M\O[#=\?!'_^\,D*!Q OL;"R;8X@)CBM6A?0;K0E3PV86^V/RL'"=!(^*%@@?X* MP50H/I=^1=L-=&7[81R(F]^@YN<=.KP)@+>II; L/ D-]Z0JI2)!*C<,1SY= M*KH+_7Y1U&C"V0Q~~
~~!;@PL%PGNXBZ,T2_6#6LH3T]*,>9:9>;8G^)2L%=YKK@ MPEZ!AXM*DG5CFY\K/^,LG2TOIA_5SJKX:M3L6,H;C)&K/$)D[VR7M25E8.*1 MLK,L5SS#L'WP6_J!_485--&#WW!?~~
~~BID['U:SM$1#) 8KA=V?_+4:?R+54*E M,D6CKC:])S)R[GVVMYG4RH-I$>C!*J&I%B+'H R=(Z$-.0QS'9E))V:/&VK* M#]R/2E=[Y1BM$AA_~~
~~_;)+RW=+>"484G>^]V8D9(7ZH\P\X'^V=]4)4S'MAP; M; $"5FR9!#:/--WD581=P")6T,T?.#ZP17EN3]VXUV Y9B>F 0^VM 88^.5;-*D$=:-:I>$ OV?BJYC+?/TUU+AX M02-~~
~~H.56XM/Y'B!5#G3@]'?')Z'+]9CTWG,62G.]XF0T?5KQ\:Z8B#G3N>@/1 MYR!"3*")S#"#>)^V(701LQ.K#X!93, XL3WDX ?I7?7V+MB MYG$BND34CX:,Z[>7TD,6"EV7G';Y.*~~
~~MK.N)\9Y8 ,.!0TCMJ;\W1#M/._90+K>BE1\X*?S$>>YK= MTO8.0&+G^->._\)[$5L **9:-.RZO7\%+'_:T(A@@"M,5]&4\R3':V/$3Y-D MX]@P^VZ0-"ZB<85!6$9S6U0N*~~
~~<"+E3$SJWQ.LH710%5&F2/4(/<0QHG452 + MQ$.>?]X^!4P:$HQ!G@T?U_=.LA$<_9 S5HW>?H!51"4?^ NEQ(K3<1 _H&J/ MQD"_^$$ '!RAG0#-K5R_ZNJE>'H[-~~
~~URVE9D^_$L_+I78\/8%< E;CAY7)6K\ M$!B !]9CJ@G:*4._PT=?W?GZT:FZ0)87 NQU@YG,ML=6C\/70$"G.XHV+OA8T_NCTL MNXM#M$+Q-~~
~~L9Z)3_Q_,>7%,"0=G:$B(\"FP(BA7YW)&N-IB;Y6)E(#KA)8/0!?CO0X?-^%'X?T'K"A=,(?0J)< MV9LS(LRCRR".@HF/<62Z)T["@*1/P?6A74T<:U'D#%#XAD X6\?YK5K^W317~~
~~MU=W4B0LQ)\XN0TTV8PG()^<6D6RV:X1^GW2K+R=3B0EJ0XBCD;#_(/Q?(*,) MNVYZO;=S)T'HX.%782M\Z_I]S9VP+-92F!Z8WD6P-;@>5DP%&89,:CQXA)PD~~
~~M_7(+9Z&0&9^783H9@3Y)"4JM5D5JL!<$)I &AC$50F!(.SAH1CUJ^ M0+Y=@"76/28<_;#1Z2FCP:'JKKA8Q41KT7M-9[C5=PHW&@S<:@J8BCKRB,.3 MNLU]F~~
~~=V@+)_,V19&%M@UA9RJDJW(W^PEM+.+Z&,FGS H8"C)?:ID8BZZO[A M*5)'+\BK<^^,R>#FLDT6AL2:@B'RGFK>C;W27YE=BT.( )F12-]X]\\+RPX;~~
~~MZ[=^V2SP0$,S0RU.C!C"33@7LQUG6!L+Q<:9BE;XM L-#,K5/\>:_>_"))GB MRD=AHU4Z7U?J&B3]8 MV6I^HN6:2.;Z?(%2 W'G=V@F+Q*-0O,/N/ %]"5#$N;~~
~~MK*CZ$;:$@G]!%7M<]6TI_')Y^CA+:S(G48!W7-LA]6*[**_:NEH8K5?VX0W9 MD.:>V0-)']& .!+LU8"92:7 (K2V%Z4_@Y#(=$(P#HW)Z!#B]3 M!42F@&=W\G$R??~~
~~2K+E0.M#Z43+"!7>2TEP!Z0AEM8YNBHC?>$ 2D"M?#0@1D M6[T[*"V$)@#3].J[WEI^8N.963?50U2K:(E^).=XEX710NV,'64M6L6* VHD M7(WD9-^V/87LN#<."=H_[_.2894.)!~~
~~?7?C%\JM0]Y>N,C0?L$(LQ\W]O-R^ M(C,O(^OB[=L#"@Q4&BE9T6H5R;'YX7%&(/C$4[B$_.:KJ (5A M8!NA[6(/;@P<"+\2*Z<%!."),*7ZVRE._),(NS+5M0E#Q8_VTT!0%"7QC)Q%~~
~~M/0_&*Z?(V= (F-M]-$'YY"S]EA4"7QGALX,7",G>>.#(!5XRVH*"'S^/?K,K M=-9)6 P&2WS2-1@E.HP8/Y1(5OWGWL74B.(^.)=.@?_"T.LM4L$5*E%7KR~~
~~M.!=P:2N@<[IVTY4[CI[CH_Z^B/D?=O7K$+1#^WKR)7EJE^+D%4WP->BWTWX: M.5 /X9MT92:)#TW1&.N=)H=:+:AS-PU89ELBOV;#1G3'DLJ#2_6.2)./K<)P~~
~~M<:HP?,P5AN./K?]FU*JZD<%1_IP&1E)"J/&F@+6 M2EI_VF^,AYROHXGN)18=M1SF?B:,[V]#Q#PP1T<%'0Q5M!5J M]E?CTSTV\8ZA!^M3(,J05TRJ7/ZK<)]#4;.@#_$6M3??~~
~~T1\"Z.5<-0J]3;UR M=A+X,-C\MMNNS\+X&4B?KWWRUW,%JHKJ6$B3(UJ@5-L4QU--@DU,",=%%=E' M+$E2^/XK@*D&-FA\MHN'^VI--X-TK7>\.;9["L#[#<\E-4~~
~~M7P#_0MHP!T@=!;V=4^GA'J6'8H%Y:2H/4#$W+D04:YO,KL$(?$#C)4>G'E+"(6(4AV@/IUR'#$VKP<%8TZV:/(74;N=BU~~
~~MJ$K3SB@8]Y@[VUO_@'Y5[ATQ82W6V_'7@FFZ.Q,R+@Z^E: YFJ:'4 B4<%>=O"[#5!!9T,!7'SU>_.5;/Y _YD'RUE[0A MV%"*#ZP2T PCX\LO,=!2,PD;R]AI_FA\9[T%W^-"=J$$?~~
~~J>K^<]$P?%4QYQP?)2U3B QA(Z*[OI ML0QG.F.TEAB.NR65LD12 @@SG%71H[G;7WNY\0K>!RIUTZ&#:A,88H?~~
~~9B#%%$[*A*;V'0(5GPCGS:#:8]18BHXSTG,I),W!ZUYUM_7,0$$,%&% M5(2YT.]$=PH^O6!VA/Z-DKZ8"N@[B+@Q7-C4"!(D=EV;BS \IS&K7_ %*6=O MX>H@/NL_X*8=W^U((_"~~
~~[(FR+R?H0;D+0B=$M0?P1,$CYM@ ',/B<2+ AW4Z* M[Q)T^35S9,FOX3@IZ[7U*U;=\,7(JBA"31E1-4YH+0T*Y%X[\YUL"8154TV; M>]HLG R\IBF=T ='7S,H,~~
~~(1@[C@X:)Y$D&Z3",+KG\$]L*\JZ1B%JQZ\A:< MJ+,]^2\P;X"H&Z;3X'+9X8T4T8'"-.-.(CH>_?M$U0%^+ 5+_O9/*%(Z=L(B M39;]G4R6K6(L69@O9\RA)Q5I5W90R2+R-X~~
~~@PS%*4BSH"!,-L9)5$1 I):A-:FK!GN""',)G3EE%OW M5OGE_'+(4OBX8]]*BDZAJ$QI**TDK.(S3//T"OR42X3Y><+'6]1NR+M0.8[S M+O5L;Q54M5IO!$0N)^3HA/._CY)W)M-~~
~~OA,;%9)CZ*@Y'G@[:@ -=-:Q$QKTP M_N-MCD'*.*UH)44 :7@BD@<7"T/P7HR[)D9\,S3A?6-< MX7+; FU^+'<342I2=2ZP9DU&E;0,C@WU3SGM+%.0);KND^=)0JD58?-HO,P,~~
~~MR8S4:Z"D*<6&56A\LK)@1J9!Z(=524 \753X!J*95//3 M7CIY$8N3\5N9+;I^@QP)U-4H(-<]6&#^.>0&!0J5]];<2NG2!]&7H?V-/4W, M-M LH-~~
~~MJ,LH;K(N^JPM?.AZGU3QNW\S4$;;,J A.MYUJ,.T]8U_%**>N)GC8:BN M?!NT1Z, 2" J5 ;'DZ\H4;:EUSP=B*>(4&WCF/Y@2QV,2FT?KM=_(OMBY0CD'\]1/I1*V&GP M7 JR9Z?~~
~~Q"#Z6@$%V&I"JA?(/# /#[>DG$4N++UC< +>(:<"-#%2RWA.0P+LS M6C%T/C$OL?GYH)SM[YI-R61MUI+DD('6*U=9HRASHEY9D;:KAWDW54*2O8V] MV[N4Z?~~
~~J%MV$WMLD]$O4EXENJJ2NBEAIQILWPWJN![G;^J93IT_AX_=AKGP=A M!".]&6H-F"T 4M^3\(EO$136L.2'AJK^@=(2%)!*:H7/13(W*:XK=#2\3#H$ MH4+0+:-~~
~~ZO3'YR"*_^'LDQ4VN#78!BC(2!P;R.D#ZU?%5)[\\9KI#Q([RU, M.L"8H,=%A=B!DO&D>^X6&U9MU)0\55(HN3B5+.1B"55WDD?[^14-.2"D55\C MY(G 43$>4E@]-~~
~~A9^VT21W5U$%,N!BK?^9Y>N#@JCZ%>W9*JZ?>?@CTW9>7<% ME N^IX@*WE)8QQ.7*8NP$]CQ33B4J)6+^IM() 2=$K?A0*6L@E ^'+?*>0;G~~
~~M.U"61:U<:E#!._0+7+/&B""%4_4$0-G>[%TB!OE!16R<-87 0*P33-^ZO&J[M(NN(3U5\+6(AOW1LH) X 3?)R"P_*XRF0D3!22?I X*EDJ8I,A Q*2I%? TL~~
~~M+@8W>V!EF*$TH"VCRT]TK0N @"V:R?FG#KDU4^_="5L!BCCMES/C0++KMY% M<.O1E@'G!DCQ!2B M,5VY,##B@L3$3G]X-H2.#PS?;PGS;WG-78-[VOH'0OP~~
~~U]F56LL,A&_Y@ZH* M5_U["^;O$V+?+;A_((U5+PQU'PR?%56QF[S!&T7K8 -P3;B\TEFI=W_-P>-84(X,5EH6-7ER MV-~~
~~1X'/#5$[Q6PJ:/51'EEQD"+7!V[Q3!2V\9K>.]5$K_Q>W[P[M._H3]7@U@4'YJN0>2@TYWV8[GR]>2L0!HMM8S2U,T3S42I2V M:KI?5,#NL/$Z:)_$>-~~
~~M[[AX6:/$RT/<2]0.G6;KHM&0ZN=!5I>,0ACY1@*E: M[&3C[UBU^QM)RMQ25-!.]:#V&1S9VR@"HFIJ?(W3]*9^/T;DNOJOSZY/;=W M\<7GG[S_V_;@W?JC#PK[Q8]AM6"O-0)>"~~
~~>PL]T++E[-&A/\.%[XVY"0*21 M!I]E.'$Q08$PU6'GG0]FKDHC(-"TJR8I>1(' MW]MJE'TL18_/3T6/4]'C"%SE^3 KT\A^GT82Z2M&5&OBP[%Y4MODC&6:FB4J M/([HD?Q'_P2,@O~~
~~!/MM M=PZ9Y4=/?[SQJ_.S_P#I58"L5A"WF!D34J6V"L_R[D=W5<.-SZ+21,IN>+QT M!"V- /P1=$;@(C!T5Z'"-#.(1#,#T3MF)9",&,I9K,F*436GLU)7AK6:>7LD~~
~~M)#SY%B1F8;XSZNX!IE5_QK2;MZTU'A;*+YF,&?92#YQI7='$^RE\W8[>(7OM M1_E]!ZY<+*U%UX@TH21AO@$H]@R($L8HQ=@V6-$CTA:I1<.0LW MTOX?T~~
~~M[%_6W>'C'MZ+>3_@?(J:92O M$,22&K!5^=(1?4Q'F(ZY">2$%L9WK3 P(73A/$/[U &/TV(V?IR"Y$5QB=E M#SL(?";@L2JT.*BF##(%70W1&R6?B<@9_ZLE#B]$3G/H"TGQH-~~
~~%&IA*&2K&I M#E5%6Z"6Y'?2_"/R*&$)*,'0BO2:ICIH<)0]IQ)H!\T*-ZW2731#UVX#>E7Z M,%A5SA^HD(,>M(:+>D8(N!Q7C.WRYAR.,NW&P*[08&+;,AV2G$X0Z,E)$B5W M~~
~~<]/]G=X<0CCYK<,]!R&G]1#ZTI2LJ12O*-0!)"X5_H76%&F,4=$:G4U^'# MB!J06#]K\YC2'T-I^/&CIV^0!ZS!/UT\Q0D%L^B(1 XK!@W#^:]H-W@3$#:% MY5;DLGWXP?~~
~~E$Q70'(J>G1.NZ-(^!\0H6JCAYK!]*H*!*H0LA_/XJ>YEJ*B8 M A#L(]<]E+3VS]*]RC87T@SDW\"$D;4(O..Z"MW&;_A_&982-MU@S;WOB*KV M8G.I18J\-JW44CKC(9KC9S@+K_V>~~
~~<;LE !<>%8O'CQY_SF:T(KKR7^L=E0"> M!('#8V#CPI/S_GD^V-6E W]]Z4TG,M9"&N*,+HUG1 !H?5(0^^CYZE%5 /X! MRF^,4 NI0!'+EJ6;$1<&# =?@"~~
~~_8$(0]>O@#YJ(BW11@^/_/14X.?^&AP41 M\#$9EG\3W9M141OLRPZWB304:^ 2.@38S<%,#SAIF\[0*X5;X4L?T$:HGH/]WT?F,+GZ]R]=S)GGW]1W?90#C, M!>F07_5KB8~~
~~2,$H2044Q,Q9"'>'-M-D ,^UXE*^P>#1I/2668&W2BBVFE*:FFB)Z?/$=2#*1QK%;TQ))!FYT M;8#6/(7UM.X_C,D71ZV?+&@)C8M@S?TT+LN^9M%*<"VX#42B/!@QYBU"S&@3~~
~~M%TF-+UORFAXA=$Q\>(B5F"J!JM24M1$/$.5*_**7JYN#"1T[!= >;%!H:P; M4+\EJ^V)G,L NU*+8GYSPWQCU9D[';'%JF,9ZSO(2_I %S@J6@CAT"B5VP,Y~~
~~MFUC,"'1J5K'[>NO6N>9-;D9BIEGI3>S\M!VM:0B*J.U;0G9+%)UN+^A@]'_V M4[N::6(%:TQ9@P_)]+R(*D"W;&ZRPO>L[&"JIX3Z6D3^GK;7S2?_"C@I_EKP~~
~~MRPTV3MYS_YU!MI="DRWH?M1!'H-2@CX8 Q*V*@Y70J;K]%U!,P2L.7=\2GQ?K#A[%1/D*0%6KF2X ;BJZ8O;FFKFM!+ MB /C>]*7[;1T-84O++ZW[&>2D0W$QT1S$R=E?RK?~~
~~N*HLH*S3KFN<@&_JUN\G M1FP0J1-EFS.]$'B1,*=OJPX[>IB0,3!O\W_]^-'%5_C4QX\>/X+V$996\>-O M>A8>H44:0(>E$4)#W+-FRO]\Y^V[!Z>ZV9QMW=IOLJ_/OTBV]-~~
~~G%$_B[][JK M,6'\Y=/WG9.*YP)^!1B R3+9S&[4@%0-A0(*TTH%9&RD7HH=5)0>(;$RJ(J1.V:J3GIL]K; MTD<[R<]3R?6TD8Y@(TU~~
~~LRR7!GC9*P<5+;Q#U*68<4QBY/1_AMW0+V+TV,XY M1I!BQDG4(MOUNG>4DC=;V(;[E&U#]":ZP]AO-)^>BC[UR9?S":JCKH%,:WV8 M@$6:[MPYYMP5<7I0!'#E3*Q02#~~
~~(06_9#DI 88\7UA+_?EAW45OR($ <8Q?J\ M&6 OE,T&Z0Z!O%X0BY,N,0,&$3KJ'93DA0"5GGU/Q-,?FPY^:3$EX&:/T+VN M"!$LZ+8]RR S&[-~~
~~EJ,W!E6/AL6+Q_,>7ME//%@DI;@]:T+#HJ$B,-+. LA,@ M-51(JO8:%G9ULX23/92K-_1<2R?">^1&!%&9U6&%7:C1PH9*+_,!!(*2F@2= M(8C_\3-0J5PE1?";R'WW^^^-~~
~~;U^WJ@I==2JH:PNHMV_OL '%7$Z*OTI/"+V]ZP4&3.0&EJ MY_.5-EP"*X@1 M['1(/08OI&'@:8+:/W.UKB$![9J5MQM]N[\$'W5ED+C4YQ',"N+@_0+1;]LS M*4D246I>#>>+U_*!-~~
~~"RB*4-*-/*0L$[DV,A1SW.QZ,I&B&3C$?$O-0;=O;CT MWT00,RCN^I-\AIC)%OPN^N+SQ7.8&1V"BEBW977&#>UVCS&#PP*;P,E@$'1+ M6[R)&>%LU4$5/="Q,1-RN!~~
~~[XO.K%=NBXWN'*.E_,6NB/!>;PY0GF<((Y/$AH MEI)O8)U][:Y)+:B([PC1J$0327)K/J3$AK5"6NXB.RUHOQU<4I>EP&W)_C+K MD^6,%.T-?IUH(T F@^XN9IB"7)9W8C;.DKE~~
~~=R'P"28_*Z?=<0PHL.#T$A&=!%DT'MTD'.#:P[94XS?<.V6WCIQ/Y.,#\/= M[0)5^'%\V MAZ"8 53'DO80=HH/N# D(GR]P(LH$$A>0BURZ'C60!^I 11NK<6JJP$8ZN>>~~
~~M%';EQA\L_FZI/"_@E9'PR[8<&W+(9*&\T[9!C*E Q)S>X:9SC2MI;YKV M>NLJ_W8!3L!;0W]/A>!7_#RE 6,/#6(TUDQ+_"4;;I'?.CB"=H88+@KA+(7+ M;!@7/17[2N ; -~~
~~[+\S#V+G&'.2D<%:.F,;UA. N>H#@%4:>*K3-$8!3[ANM+ M1R>+O%[*8'>)KC:](**X@1_B=' M/>%UUH'P3:EX[+P'5YPIG\RL\+%1^X0\NQ(14X94@EH5RD@0.K"A_.7$3RSP~~
~~MF^-A)U%V#+>F"%'#FZTC\8&&N.%;[0Q)0=KS3?+<83P!7@N9$48$48]JC&U# MLB!J9"9I0 SM,65(MAM&?+[X:_W&@2.+F2T)8.^?2T%$NOZ8X0^\0X-_COM+ M^A\B&~~
~~<2#3S'TC,DD<_3$VX8"M8B)E.+R2>3,5$K:]G)G6O\/"B7^/(Y*)?8L M8J-FC@]>A$R\G6YU8H<56NV8Z7$)*#VB]E!IR6ZQ@8W<8#ID*U)RE',-IYT(~~
~~MG=?.__]$XXEA'K*NUSA2RFUI(%*"\E3723X_9EDD5'G8,FCOSO!Y*;H99I)&F69 $V M+"[A2%7DE4A+N^E^)]\)18M?H_T'*\P]*M\Z6 HYSW]Q?C;HI/]E] /W/\\M~~
~~M+)]^\I>_O/[DL]#'A!THR#(>-@^/SS(NF*'AR8=IA07$T= JJG@1UU"V*@[' MSTN$=(+9SS??89=(TO!SZ'6D%Q?N+Q@U 4S]!&X75"/H_>9W;Q"^5[/W\(MW~~
~~MC12D+&I,V%B#Z0?\9M*FJ576D]PUUZ0;E8;F?Y..U1V::8IYC]8XLD6<[\;T M36 +D6W,U 1R**5-)Z8/,WQ[%%H4XK06>OS83RWH;J2V&[JH3"(D7*K@SE*0~~
~~MSJEV#@M2*V23[X<3[C%?@I;EH8&N*K? BHZNH#%D/*V%(>DU)('6*$S>7(3W M"CFQNH/*'QEN%VR673D2*B(>%.4B"-P&.%UE<)(#OX01@E6)[5K$M*O0WD/ MF.](>S?~~
~~\RQ1RSS&F>D&V[>[.NHN ,;:N["T>.FQ>H3; YE!H@A/N:YQRO)7I M1QB%'KFJ=-#\#](!P,W4QB4D'YX$M:C(846Y5H/**:@,N 8VI\-N;TQ=K-YM M1#/?~~
~~SOJY$9(,1FRV6$1K/B58$F1*<=!)A^^:]]3OY*BO.DYZXQ)"OA>,.U69 M @?EM%U";VG5 R"F&(GEV$2D]%#Y5JYY;U /%#<\3@,CPY\1G< <@>BS>;&G~~
~~M,/6FCQ_=FL*0;;9="[@[82GY]2(]J=3AO:4H3VV1K1OQ$Q,;VEX1SOV5@N6 M;TC!\J#3.Z77E5)=&J S+P8B/QYBO?UEDLB:5)O?#I+Q_-N_O<1B*DA-.Z4?~~
~~MO"WY6@13;FJ__IW#Y3_'\@WJD[;7X&/ZBVT@M=3!^S]PNXP-WY&]Y! A:X:2 M">:GU]NVK?S_7HY=![X>/N%F?]GBUZ]K_"V_(! 6>K^LE!'3+H#WDYC()85/ M_B8%WTR*QL]?~~
~~_N/%MV<77]O/Q:HBW;4^S#K#$,EOS+(?.-NNMUKB"J.FJS"[M0^ "B["%"!D]/;C;4GG9WYC_X?P+:/K0IX,\(XK M'R)>SWKLE$[!.Y@#%/5#YL OYCAP#,$48U577OLK?$1NFL-~~
~~ZCWY?+^]E'2R+ MXV^P#%":R*%+3'JL$[H.3/ I@4[?S\PW<;R8<)C)'C1YQH>OOY.G17/A*N&Z ML**5,G-ZFBF,-JM,AJW=AATONSSXI-FM_D%EVW["G.-"P~~
~~M28P6'(R1I90HY4GR?B@S CD,T0/(Z23$=HJ.(/XZ5Q]2!-=#X1-\:;^U[B,? M@ E>BH5"MJ+L;KAO&?>?Z=OJ&@GAPHE\J#[;S#3E/][4K MZ8W550WY#6.R_M_H_:;+8O':/_E?/KY~~
~~DAHW D-&USAGE_?I5R8*.$T:D?ZQAV 2!& M%;I#X!0*--2&6VZ$A5U5+%ITIY[[(UE)E4CK68XIH@0MJ?%)?)!Y>A8"70B M-3)1H-;)1 ML05"=)-I9SC4:~~
~~<&/8<%%%Q[+9=3#YUA(QASUH?P5':73FAW#FJ6^K%^=(I+= MJ7>[>M.9_DO,E9&KB\A+E=[9UE<,1/IV6[;KLW),0=R)4H(ZMYFVN$-9-! \WR'A4-L?-/52]?=+)ZMJ 4~~
~~>32)4@10MMX5./FA1[.F>8192NNRL70H'/O9 M@YMG1 $ 'A"OU/VNF$!!>O/K$8K/0.X8D$?HJHZ9VAE>Y_8UZM>>V/".9B_% M%%F$3[PKQ\QOIYCYX,GL@B0Y]E$~~
~~%59O!,9LDY+UO/Q-.@ZVX<+6Y2?7]9-R0*O'1;P<'4X&\5:K=!JXTH"06FZ MW\>^L6 Y=D4)Q- [CEW;]V=+DI S^!R$FS2F,]VF[IG"&L:] MA)6H(54.0$_$U/@@9].!?49B-Q#-%F~~
~~#/G59MZ9U-,A\H]4>,;$'>3W%\UDQ M,GH'M2NI,%D/D.D!%Q,1L?GGF\7JHU%2,W5UQ= =:?5FK@XE/@TB]DN P%W: MCM_PI53WE:%(5R"/MNLY+QT)~~
~~(*KLB+G70M_KS]A+"=7B?>&.+:$'1A3RK [8@ ,"MPS#AA",MZHUR'NTD7,[(0B%37+D+1&OM54LU^ M2VTMX+(GWA3%P%+]CY\S>7@1P1RA'=SOYPKOB SBNA#R%T&~~
~~1Q#^,KC MA9Z:3Q+%[@:H>%7.!9M35V77W7B;Y]WABF\A4>HA'HSR5]00KY?C$ XY&KL/ M;,>1F/6W;L5:UA>H9?U$M:R%Q.'626S7B>[UOSW^^M'YEPL_TBV>=WG2;%<*~~
~~M3/H*S/UPZZ._>')^$9Z,YZ7;0R;J'L]X\J?SS\,S!/W*S3K44K^I&[:0Q /L MI^;)Y^?^Z@#_YK5CF_[DJ\2&\H#]R?]ISY-5<+RZ^_NI+ MX"I>E#N6!_T4?OL3^'<@;T!>),'\@^^!0?~~
~~RFQ0MK@0'%HZ?M-4L3L(.$?WWQ M=/$I\R4@^:JWP-"#ZW_/._D.&ZHP<_?%HS/LYFZ@M>ILWWISXLW\;MQRG8J M I_ZF^JJW([N,[FE69XEO!LZDD6=UDBP+ @GO^C:~~
~~[99XUSOGSH!'C5L=/I-. M?OW(H.\0'V5HO_?>P!F/Z4ZG6GK];>2@PTW*5%RX].]KVQ^$*V@CV:X(0&= MW]04+%0PS_!BI2NBO@T0R47\8LAK$WYU_C?~~
~~%BX4%Y(YG)!E>4AD1.JK]]: $ M R1/ID^+L;H3S3+XC9>KH04#X __8X+HU:! 'A\+I(=CD+>1#P<"HQ 'Z'?Y M\[:5O),2P"2.=>=6%!2YIL1&)-~~
~~,X8YUNIE^P='+XQ%MWP9I6CJC[Z$BCF#IQ M'V 5:?%_RV8$A#S9OL^I;<1!"BSYIS\AL^RT8WS,?0S^FV M>O\:-<4SG2^W?5Z!73:BCQQ?X=3D_]$7%K\^%19/A<5C\U1_=IG 4?~~
~~C,U)Q< M.<9V";@>O1N^& XF,K##9AIT/1"94\@6 55I[QV7$MT&O*8P,\!>9"'L4("W M:*FK!"]JN+FK!FL.?/E^'NS9+)0:+6BW.IG]*_<^%QI;G5; MOX"%)78]36\1P64BP\HO)-~~
~~:\7,S77_HGLG>67,;^4<_"4@1=09#Q9N:5I MJKCIQ\\5=J;Y_\)*$@U!N5+A.Q877_R[][6;>C?N<';\SR[;]HVL&C:NL_L8 M#LT3Y$7 MVPGL3KATE~~
~~EV%98=/Q!N\@GA$PZFGK^3Z^J_/KG=]%U\X8W?>S=M!PW9CYB@ M^#'0([VT$0$$Y,\))_ :IO.!Y!&H_QO:SH#S+6A2,N2!-IVF@7.99]!G0":Y M;7(DC5R,]]W!-~~
~~F&5EGJ(UTBI<.5ZL$H/R%9#FI54LMYVLB[]$_WQDSDS!%;Q M%8GDQ>LMJ(*4RN,;$?AQ'43[1:+!I7938"6:^Q[2O*C~~
~~MN_\);/K%]_3OGR"]A=3%W+9WA)F1'^X<9%>+T%J.#V7Z[C__Q_^Z^/+1?'W] MU,GZ.VD',E5B5.H %@3O&Q A);&I6=DW*T1^0D0VTL30RXZBGF93CCZ=X >YK@@$PQ7#5?~~
~~SFFV^@F#T ^:YA5S^MV3&L MF?&I]IT+K'3#6"$P9B+RT&;U,O@!$YPFW1G0((?2$\9X!PC8!)J50*1.RWD,RQDM'=W6^Y$8*0'5 MBF56T-N":SGDN &.#KK-~~
~~%?];'Y.U*QT[,N(':YYRJ L^+>HQ+"ISM*&_+-*6E<6-N9X0\CTRI[4&$,![(281]C\, ME 1.O'A*JU4"G;\1H1BJS);;F_Z][82/!*ODQW,"*YW 2B?+=YOE,_D!IDAR~~
~~MJR&D",,]QB8/&IGHOCM=7<>P@'VYC=(T 2C@KYDQT*Y+7Y&JSAI,SFDECV$E M 6\1D!@Q[%]SBZHT01P%P8+J(ABU>0 [L$:L0C[/ZWR,:QRTHS0#]VH:L#4~~
~~MY;\B;9L;4G<)XI' 7+C"O!TV)**N8U>=EO4HEM7_B$C6-XR&(SE)'0$6@HBR(>F55_)D6S.DC?^)D;>U1*"NH6D3A= M.-"_56_-<@'Q($7D;HX'""7+~~
~~[J*.]^&SN%!K(C4.%NSW0(C"2^;GGQ=71?/D MGP!B=NMA#IYP'3/& %;:=I-:LT\(:R1\:;?C+L%"HTM-'21K$"U'Q#70]E'2 MGTMT70N(9(B/!P1C),Y=:#?T_X&*R"S~~
~~1VVZ,NAK].AI1FHS8&KRA7\[.-;S MQ3? >RHS1IT>=##T%$$9(:AD<6O&< =L/J+!O)NY-4Z-9$MS7X?X[]"?>WW)~~
~~M%"'I>\H4S1XP_MHHLJ95D!^\Y=@2T69)6B[@+^O2Q%X7G-12&J!7?[PU.E K0"@^]N!H! MD_:B,S'X<^KZVBTD#\FFS(@^UR0AT9J0:?XK%27D90]*2$=+QPN@M\!5+8@~~
~~M$P0S5^\>"B6%7Z-,VIQ,;'^IG7O>/)=;.<9V04D@?4V2G"R@(K^L93L2M\9R M#H%E8B(6W-GVK-#F%.T&F'\^H;3"%0)]W$-45;/=*,883]),WB0:R\O2?S$S~~
~~MAU;9!3".2I_+>U@>@G&#-"CQ!W+2];C9(M8>1_N.YNW237#KT%;$5SCDZER8T2"0:_#AW5'+$U\8I1M3RH M:]E06[@.KNJ^CEV79('DMZA[T/_(V#61>F08(P^[2_I<;U~~
~~M2.7NLDBA:P[:P.LNY7CJ2FB=795[V)Y Q8("JJ3$134J4SIAAI=P>R'72\:XJECZ: ?'$J()*R,=B.W/5 M/6G!B\(5XJI[QQ/Y&8$VM@U4APBKR*P$PKO5,?_=2;!K?&R$\HD'W2$V(0L~~
~~MC@#5*N=VS,Y#D]P19'T/12TG&9K9<=VTHPYL_CXX7SQG9@,3)!ZX/H@@ M&O MA>U]MCDB,.81'\$:NJ9!!-,\V_EKV2WP%"1"AN@)7LNDI M'C^'5_00:E(X\FEQ::C^/VRVQ+Z/3~~
~~MACM6/(3P!&:-@8V+_""0%JF!*51CBN>4-#A?/(, 7MW+<#R(Z422-[Q$\QXD M/H'Y\/SK*S?CWY#C0;2R2CRIG#;L';29Q$HN0/N@*!:%(HY6'?<+' 'H=WI] M]A72?05S$'O=4B.'Y~~
~~]:J-"Z^/C1Q9\6WY$Y?-& LP%YA%?;DI@(Z)]9>HC8 M-\(FAI]B*C.C1"4D!3P8[^##DJ_]C@;2ZG9;95=^,>[]>'& ^ QCL3@JLR31 MW C_J-NW@=#,?IC2?K6EI::_6FDM<"~~
~~(JJJ]C\A4$HBU54+>Z,2)8IO-A:%U MG[#-0+JB\7\!21^R%OQD2TJ0!V4_Q."+V;%ZY][D)EH"%]B\NZ7I].9]R?<\ MFG?Q%]C*~~
~~(^1U.01<&%RQX4XHNX'9:Y@08$O*7TRC'33XRJZ#1#E>B8=(E!Y- M;PDX0*^,[FGK_JF;C<.B+E-)[*]92@U;N\RI)3'"XUSPDA(#>?SXDGQY.)1 M\?CS)X<<##\(?~~
~~JE_[FMO[(GZ%8:+QACOL0UD8@9IGDFL;;+NJNHNL(!*=-5ZV9BD];@H)PWRK#(UQ2J;HJS+0S1F^U>]^U=-MR!_9;Y,F66Q'LF-AB8,P1[>U_+ M@78(W1@>B$..?Y@D:*%?~~
~~EU=MIQ26!PSX [RQ7S1*_*F'&_8U\G&G[NX ?;$ M;+W7?N]",8[\NS.T5.QR[HV7Z7W32[==S_C=Z&JC'?@;)JC][?XU;!$T-Y:Z M-0SUXN+\Z[<=*QO2N8%";NZXWB#I^]'YP\P$,.F?~~
~~YUUI=ER5_!T8.NEXE@4 M"/S@OW/G?_1UN;KL%__A#?!3;T?/%W_]Z_-B\?H?WP!%LWB]^'?(\N^_PV_L M[^OA7QNHWE;A%Y&*F1S>JZ7%%RS4X0,TC3 M@22Q>[)LWJ~~
~~A/S^Y]BW][[B'__PWOP_3K54W!X/*EW-1E*"CJSO'._J'35N MGB?^#OF\^/*KKP_=(W3/NC.P;D!-CT:*+(S>&H^_+!Y][O_ORR\./*DP*D:@ M6(VA0;MR+LO;_?G77Y_2:Z?#\GX~~

&E>Y5,H'V"$#I<\N2V:]DC2'8:X2-<7 M[]K*[5V#X<84=13ZJJ7@/F5&4VA#1W3(UQ-=#A@2]QE120MK%P43,^$=@H)2
M3FK*R3A!'*;E2A7"UR3!,+E$#^6M0UH(YRG,3@%)FL[P:B.X$70,):1%9QVH MUP7$01<<'%[)C9"21<+O["? ?P$I^%*4ZH0L42DDOV/H5FZ<):]MZT[0IPXIR_K_QL1>&G$$4&K)
3=E0 M5HG /(E\3U(NP-'9%8#A%;?\4KG"P*5 ->X?+S\X#SOP6-&M&:C#T -<]PH_.C MFS$$"!=#@$]V>,-&&[=8, ?;XN(JKX!'%7T'@AMDT94ABA5,6 N^#]QZ-<.]] M2"C> D?W
@LXN.6;M(1Y_F^H],A&9 M,I+*V')GX'4#EZZ%3ZK4R10*)?Y D,4"_K@^5J.KF_5VI/L:P"X[@+IU?:3^ M9:#W0G_T$'-PZ(5B*@=9F8(.7 L5,,SFF'(6%L=(4.;?96I!* 3Z?33QJ2Y6
MW8E(&_*?:Q+83W_C_--)L>HNRV??$8="1J=#\]I+DI =26NV;!A5]0WC%2 M2PQ+#ADI67*SR8Y75UP"^)&UW;+J3L_;)U4NA_Y-[!&8SY5]"JI-B<-/)1C!X[?D68H]Q:F>E/6X
M&+5%,L9:ZJXU2,R!3C@[VC+H&-%U>YTH17L>*>O?QUZVZL(H/4E'P /V*]*J"R@7Z^UZ<&VW%+9R#=@K;CEV?EP\K(!#T2 MDJ^5U=!V5K*2.RCZ0)&<0:T)
[!VC5+^4:'0@4L9)O]^\LJH)5)I^Y8-*:VKO MCJI=C?!6EKP8'!8?N;>G[?L:@R< $%#K=H07KIPW(9"[#1\7]C).POGBVU'0 M)'#Z.^KL1GDN>56"^F_-EV-
B!=:Q7@>!2G_"RC>PTRAVJ] +@&X2[#2!S6MT MLVCH3,C/N50S_K)"F&]\]_J5-AE>BPP!=.[6X\R72/1!#O_,95F/Y)U+BO0 M :'8H-I:YX_TM84PQGV_1(Z[_?[2IZF.U5+^-I0YT$%"
O;FFI")E MW65AY':CZKO?]N 'XF]1.-2OMBVF\G2RJ ;BMTF% M/9IBI<1)15L&HO<8/+BN8X>S7-'TK#MO%Q^BF_3SQ"-B\%C=5MYS"CL\]5C@ MQZR/@ZAR/6#MW:89'3 -?
S=T_IPTZF!3'V'^%W)_$!'L$;JZH%6F9H0G_X; M(#D:;KG(30-#L&)%5(9:0* Y CLB,RD&0U;PG0SG$=PY-B#PG_VX\SO:SW!E MNHM8T)ESKGB7T13V"S@>_KYQ"KHB!P1^%
[Y0Y_+U=\]Q"B4.HU)$-7)AC) H^%9#P+8S,5 MX]CB5]JOG'Z;6&GB$\$-YWVK#PH0"Y(W4"%K1FBVHI!YL)$;BF&P.GZ9:PV MRI@LM<*S7?D&\R",VRN]#;Z1G(O_)S
A=W5E4NV"$"#\!;T$P"#-)]%X\G.KZUT M\B8KX+/-I5N11)5."AII]NSC_,'LLEM*AOZ0//AQ76E@=ZFAE'H$T;L!{5XT M'G"(&]'/O42?#,1LT>'1XI""K?'><]C_MT0'
W)OF.YI)2E$$.;#.9:/IK+R MY%19^9@K*\=_+PEFG0[UO]PKJA<'F] V>400VY3 2:N(#]RP3"V,5)PS!L:/ M@ON%,!$_)8%?3^T,
<@V1V@25V)6AM+ZF+*ST0X]_VZER1,4'S3X$0*W=)A M7YH!%M/O%!%X" ZU""UWCC5]-Y3=$ =QXPJJ712FHDX5[U9\H>S4(7WWC(#QA-LA^@0"3S[S?['AJ8<8=".6+CV3?
S[ID[Y/ M4K&-]::Z9J"0P+>$-I6TGG_G[J[U^-.HYLOXJ+5UN;;(&#S8^$>]^DBIN0 M=[+)1E"WLS^]*2)8&?#0 RL/^2X!]VO^^1_\4$VYZ>!I?TAU
M003S$/0>_/@-.#^7G"1DA;6_9N/);)1/B\N>0(P>RTBS>,ZFE!".+RCRA F MQ>^X'H(H$3FWJS4,G M%^G*Q@2 Y,]PW(7.!O#>(E$7-2+BUF13X-,3(-5 MX6!QX>S-
PS2&EQ686B6(.N93I/U'@M";C@ JRVNS:7_B/(&K?^)'^)3<^S\Z+SZ:@B,H MUQ4P=\I,F^6*'**?A;K"5>B>XM;Z6V&C?'&3(6^BBMH)?%ZX_OG]%L#UTOT&
MF']WSIOAVNH;6O@*!/TR\YZM9W$VMP+&VS 5$9'->:H$1I[S:,ED58XGC MH*C#0I8? 36CP0K>@% #@E*'6.5BV2($Y_:#Y>?2+&8V.F9Y\H[MMA!+PL^8CDI[(9HDVJ.-OG,:)-,
[.> 1%<>38ERK'L+77SO"AHW MQPCH0 BB3#>OAA0$]DB?@,[\!7"[,P]BMPAQ?>1&-^Y>./%-\+WUZ#2SA1BYVPB9(#)GTP!*?,4" "U]-813UV2> M&!&H"HP!LS&4(+ZI/C)Y3 +
(^J.'J++X??RP";HD?4N5C4=35H-(;*D\$E>A!$DI^P+QRIG%3 OXWAU/L62QZSC=\ M9#_#3;DO:9P$Q1@*K2&/35#=Q(:6.\@3*EDQG[90%LFTE.#"!0L.(A800()
MBN;L&=_D^**T9_X\MU[FK1>(D?$XAFB5@R(L.*(7-PT2A2][)U;,TVN'-D6$ M")XHP0_7&E$%&S^U#BQG L)#?1[!':9^V6:!RH!')41)N!BP[""JQ>@1BM3=
M5[IA)"E+%\#V4O*"BQIW:4U'J+&@$K0XZOK4T-7HJ%; U32!_AA13Q_#0< MT$L11UH2&-HO!/2T-I#6'$JV5-R_2: O-&UEN!^N00C@W8$H9'@3]^SD-P=0 MEN D@0J6-
"658B5T06,./9DT?)NCV&$X8<\(Z1" P(S'H&ZX3]4G1(@$2828PG /WYW2,!1U4[1M:/)AE)?M@E[#7?_ U,;4%[V7T M#!BHH2H-345PN;P.'/NGPNIDDE$O%U8G!J([]
[FYZ,/@DQTML 0"I%[KNV8* M*/OR_SYVNJV?VP^]5K=UK3TT;UL/VMV-UOKUL=W[-]1,/W;;O3;_L-FYUAX? M6O#'^^[=5:MU_9!,7?-^LN3)ZO_YS \2GET271_@?[[N=B"Z)%.L1)
<>O9#. M2+##'J(SW%PG*"ZPV;E]XGN17K)HW]%8X5)5]TIV<"Q%(@7;BG*8D O"$)_J94Y.'BUY=E*J 9 M=6S&\N]NP#BN*;+Q'BIX+'<%^BI8(XD7QD<>>\DC&;2LK)>-
"=D^%M ^2J M;^%=V&#FNO2S(IAT!R91/]BOAW\MD! M@R2,$Z[(OB X,QK0DZ+$7/PNO@W--N:]UPL-S3 +172 M)Z+*U8M=;"5T1HRQPMKP,WX,([@S_
-8KV4A.Y8+AL4R4HU\C<)OV! MV";PKV1HUYS.!**%F">]Y[%@Q@KDF6WVRMSQ"]5S FV(H'M'E$:_SUP6JEO$ MXM_PQ1-I_#$?1O+;MV^E_@1XT?AO]/XO()*>(S
M3P3[!M)PZ[&#N?.:;9+=L)+8R<=*/\2DR84.0/5C+&G-E5I@TC*.J($M3:63 M*&EAPCOHYG,NGXI9S*='DI M-RTT*;%B.PB<9@K"I&6*L.J+/W@-CFV+R>3:NX-
_/B#HE[D@J=$V"X? MPE=$M+P\)-3B#L0=$T')F*1?!,L5,T.)@[%X85U$QH@9=ZID05:IBBT<&\VZ M7BN"CHT(4E3'P15'-+-1U\VTHE"9LC6R.Q#9SA. 08AOCUAQ0Q0FN$!=P$':
M6HC9+#ZZ#[3FEL8\#":6S#N.1XH\N!O,0,[@Y<4-Z[@I(S^TKF"G#"9G4>BZ M2;X@BLJ8P-2@2HR 0]DD: 9!/6H+044C'?^PN+&H@*,E$(BD@[GDS2GQ^6BS
ML!P/SE;1=RTP5SF"AW9MB;SI [JH!"BB58X];BVFS MTY6#S4Y7$K/3UZV;YN-M[T%[O+_K\$75:=]U0UGIS3.NY3OD#SJ[+]A^<]/7 M#];TU433?
V]W6MI#\Z;5^[=VW7ZXNKU[>.SF)I[/7ONML/#SG9HKAR<:U5.A(TQ.4;J ZCY[O.B*!TU+20G?BMC@Z/L[; M%V_L=68(34!@-C=V%\ZS_9)1T#QKQ'O)^O:7[_[$[0%/PMV@-
[&;DTF//_C- MY>%P 0=X4#JO5@KX!L>;,;OIB_@-3PHLE[:TJF+#'?D"9;_* 5B+)88[X MYV#&O*/0/!X81C&2)]_7JEZCVG02JPB>B4H9!4\#)4&@6Z@8]=#\B!7!
M$S<&E7A6-LI/M9*QF68*CU)AF\5TO]"D9%'P;R9@5P%B0S^-2.&,[ABP@S[M8@J1O]WF)R$\,"-4JOPUW%#9HY"((3YE?%7L<-A72>D@;]FD6FDL]!]!PYB]
MIW/7U/*=Z6"^5'9HLX&0TPP/WDG_-%WDBYBK_Z;Q46G'"1_X$HI/ODS9%_DO M7P&:X%KS+XZ'\PV_]#5Z] =_^DLYO,+O6X8L7\]Z^M^7]VN]XVD1ID5O=RXV%*CZN7M-
,JHZ^7]><9& M*IN-.M<;YY5W7W6&7$8"X M.[_N[^<2C<\#_TALV>0O6IQ[RH'2\:BS#/.\"OCPUTUGPP[,O73&H>CQ MO:.@:9R'#X-T FO[-CC#X/Q7A7V3!^4:;
_>G\SALR#RULL4.VCBV*9<=KEM MA&UZCN^&C%/CQA$GL(.WROZCA&W91882X#(#V]37>Q4<3>%D:L@7,OO&M9X+ M&LES_51PWOPO_^>-V27,N*C?.2]<7IP9YAD'$)!1*?
% M1>'2/#-J8*[ZWLQC;LL\92W&2(@+RXR-;B:B$ 4X)]!"=)E?6++:10&EP$:6 M,_VIT.[<+!LQ2*LUGY^; &9ICOSHDO1FHY(11A@1O(D/-!\#_I)R8/)&X=(P
MRL5:L#YE&R\IW[UH]ZTM);16.:VM5A_E$U.UA^YM&ZLCH5JY<-F=\^;^9OD M\=K"TET8O+5WUJ,>_&BH4S,*EU=#APV6;S\.Q!0'XLIBC!$;W]3,]5ZU:7Q3 MJQ0N&V=&?7?
Q36[Z9-,G1#&U*@:=8)/WFSP7A 38X-C"T,]GY"E1H_4%8; MM:)Y8?YHJ!*_*C8+2,[P(BT-2GT=4]5371/_]K_27.K6%T$92!,(TIRL7MD MPG(2+IZ#XD>SK]OLP\H%M\RB8>AUQ
&U/2'GA)5]82V[T#TUULYH1)PF]54CY$;8# !),!<(28"+%E\/0"?ES(7R$]890 M$]@+=18$YX/IN#"1UAMWQLQSLJK=<2]<+F-BMP'K_3 H&"O4,8;1X!%B#L? M.!Y!=
BX4K=*QLG@M*B]&\C5P\%!9^RM$7D/>'P1BO+JA4L!ZUG55GRM M*+^W,!6"ZJB'TO]];9^-M&KYXAW4%B&D'A@W)!:;5Z@(H9I78Y;KR=68:Z!, M+PR%,LU"#:?\#A^6?
HD/,$3P7Z:S$93!)X_O!Q5X1AK)WI!=_NL'-6OG59]Q M%@G7 9I9Q6K7=2T)K-WZ_9?VMW8O%2#?3#MU%\9D7]M$_B('FKMSG7K]Q]I M\GY!I(V&?
E%IK(LAO=#+U<;6T)KF5C"(U7.]5JEEK%$UG<_^C+7)X*\RMH4@ MW5:CSO5S'%]>%XT4WULKNG$VZ86E1!)221^##F]M!^JH]HBRS,GVOL29\RPCBQ'O]
M#T?)!L4H,I(<_V3IIO'/E0.CP0[8ST?KDWVF7RP5LPM2 3!C6V<,UU(\E2H MOFV]D4@[E#\ZXOGO'-KOK(C8Y.'6&WLL^??RI_;QU+;K]OCTV,TV%P^BJ!BZ
M\6'56]371"@"IYC,V&Z'MY!.W6^K1#95-*)B&']5\-9AZ'-O->*4XYP7): *X M+*^)>GC*F53Z4A9DR?+8]/2W9O+YD(582D/N_\3R=;6PN]<=EGJDQCF$CPG M[W'>XRSV.-T.?X-
<-D#W!GB%+26&,M$S[KO,W'<=CN\R4_BN&\>S/-28R7W7 M9]W7\AX??X_O>\R=>-?N?,Z&.=E;N_@U2C7<^=UM!M;WN/C[W%*YSG;>,YT M>+P.S,P=V_$YL.V=OG('=LR;6]
[CX^]Q[L"@;L'0VYV'#W9A>^ON[]^ZMUK; M_QG$/M.NQ_T9UE&6A]JY^-R6G]MC-D6=^OEA5D3R7#]7S^(KVEZP0?>LMJ$W'LVUUIO/2,T42"Q'EO(A:>"7F9_EGV]=YST^_A[G
M>S?MW5?-VWSOQKW[RG+[LO+]UO'^!':0?"?/>YSW.-L]SG=RVLFO6S?Y3HX[M^36PF3CY1GY$BSSO\?'W.-_(:2._;7[+-W+_B1K.^\Q\??XWP/ MISW\OMO*]W#(3
E*OQB#=A_L^IJBN1OKK_J/4RGOA 6@Z\)/I1+OVJA+7]X80Q;<1_ M;SA-Y(K3"]VLG"=1GR:119]Z6:UOA5ZR4=>KM>].1--C%5.V-C_2"=BL4SZQ[U-1 MNAZ@)PV7$DPU[NDLT,
&PG7ATJ8:5#NBQ =4C9!]@]7OD[L%GO55'A>@I !& MM1D;\5*YS/X7+Z$E)F=!>K,B:3.Y'_A M3T##!D0!-AYHU\SCXZOQ[DZL%S;C(SX%&*L>4IL(-:+9]^%+1]-200D":X3!
M05$;+SVJVAI\IQK]SMJ#A@H'(\L&H"T/)AARX_,;.KJ-%AKCJX>Q]#D3?DY] M87TA>(&]?&8>[Y4;&A 8,)>W;@:1421&F<[Z0S$LNK;E$#@+*_&_#GXEWG-C
MX_J3,T'4_6A#ZQ7F#?.T\.>47DD+<+%A'?-8%:[)UI:\S079"OO4#+TWOER/,\B%IE 1R]E3, M[7N3CHCETO]H/8GS[>A)5#.E)Y$UR8@/:L'.U2$R)7JP++:4R68^M'_N-'N/
MW58J_8F&;*_8\RKE;8EIK#Q686OON_X+7$U8>DO5I:X*L>B+S\X4M.;(H]DS MJL"PD$FXNPF%4!0O3KEM^!] #TW '$C? BG-IB 0C6V Q"2'R?-?.'
MXPGOG*TG3X85XEH['J(126\R*W]YL9ZL M0](80D,W:]O15:CHM>IZ^A.)FA\5?H2N"(A"0WW34'N;Y-"K=TQBKF]UFK=M MK?=+]]N\;SWVVE:=TY_['_T;7?+!\BW?63*UG<-#:5
M]; UWQQ?/X3_13V M.,F?.%[?>;'<9;.LX MJ[' HQC!%[7L>$^W/ A0%W;TP2*R#TCF/C)9(^SZ[-;:.)MP\, IL Y9]]OOC MF8>&6X]3 J1?
/UCJGM#,6(D>VW6U:"EOIW<^HLV^Y883A3NWNG]Y'=?=5XD M7W6>/8WM.?'T!^VE_\!4$L#!!0 (!N"9EF4:*2SLP\ )BL 1 M&YL:2TR,#(T,#DS,"YX,9^>E9\
[C=:3?'YX>GS5/3/#TZ^3 VSHZ,_TPN3CX<'AV>?#AI M&N3TN'EL'1\USSMMJPE-3XWCLS;&)V/%]5?<&-*(S -)=?O/++QE2(V46K M]?
+RNPW>ZT_KCK#U731MC6IN[34NO7,;.CJD;(H2X7V#46<@1KBK<9X>DT M\+@E'TLYA\WV4?.HDZ#LZ$G;S7:G>=B)*VF*.5EU)EY M3" WP<3"?
*R4YDPHL@8*8]/O&5BHD)61?HGV+V(++3TWYZ>"5FXU6<:D^_M;TXPGI62'*<)I(??E-$@+Z32U$@ED9^:$5U3?M7L'$)L5=9A\?]4TR&B6U.' MU%C/
D5']3[S==68OZVEU0@I2ZF1_@H7Q"(BD""4/3RF_"[V8RZEA=\ 5_)6+V(G9 K*@S M38PLX3C4.3_;ZFGT:\]8LP,YMDDOW%KQKP988(2'A^5%(.I(]9E0XY-S:BG M_'/&R
%H$C5)"%A^Z^1CD$ X]-O*WO["H(B%#+S+!@<<;!*XJ,[VF\0]:S^0 M4)?^(ZRW\,BLJ4!"[%_><(;90T'$.WJT2]_!V"-X$8_N">34TY+:G"MLQ:AE-"!/_]
M8M^D0F-;Y;$HSCP'K?/SD\/.B41K"&XF<[A"YBC.'87L4< ?O9]+^/<>U33' M/V(&=DX)((?MK4*\+$F+]^&Z>*/W2Q)W'O^Y,[EG/< XH'3DV(5&#I@[!0+Z M3/H>W_@K7T6R-
CZ.BL7'0C;R++20CD \6I*I +[#F,MV+;1FZRMAC:4CK<> M2ON^*!O3H?:IZEGFX3QSW_Y5+QML_.)DZ8-E).J@1*7^!L*%9.ZJF=+H;+MK M*2Q:&R4?MA$E^QXD&
[H>YM,;VWO9:N*2(D0;":=5(D$*0DK2OI= M1&TDG&TN$G:X)QC2B4LML-H575ASV>GQ?1<<4-IHX#, 4S M8PI_7I-G8GLSM>+ONW(;2<^S;3SV@IEF=*
(BMSRR*TO4@OSX2K,,9EJBAQ) M51]B+2*8@8HN_2^]CS'H4)9K5S9>X6! MNON"F5DE_5[EH/7]AT3&+5DT%0\4,-DA!.Z)D'7F1*&4Y@1E@=@E8'6_Z>K M_@<.0:T;>"#%9(?\?
TV?"1=4@"L\ZY$1 YK(&?G0P;9]'RU!1?+(O G#3H77 MHQQ[+79G]]C%^,MB0TP"4B)0) -%0G8(V]S2P]8]#@4K#)\?'IXD9E:;R@-Y' M?^U2M2BU>C"2T\Y-
E2)"9EJ\$E.CC(($>A]PW"64TFH*54'*X:7%*#'Q2:U2 M[")"&7/)B#EL]/BE#(%2I^@[B94F9/+ZG#I6&HA2YTR9AF%V"-S71E@=-39B*>E:7R%2C8DS]3D9"6C8_]!T'LS?
YAG<(9]9'AOB>)/*T;"F M/%U$G"66I=-G&! /@5 5#I#8!*1%+PT&=E'A7+$^KU^(:Y:A(NM=.]\%[_V M8G1EF#@_APBE#['H6 MW32$RURU$!:O*<'@K%CO(8Q7[HZ(B3<-
X3)7+80I-:9," /6>PAC[TN4YBX] M'\"HY/K5DZIUA&D!3Y2L\M[914*]W"H4N@^%5'2XD$4F6?[;U$!>$"H,_89
M#QIO,32*"]>&2]*05C14N$"A$BC2(LS=XGKL:/1D+@NL/QLKPUR+?](E[_Z ML.N3LQS?S[_.H3^;!1>38;M;/">WKKRT3FF^#=!+"=8&1*(RIPN(6)\05P I M#5!,A7W 9.
F3T=C]XW?^'*[T1T(=WQ'N2]&O=7(*:6!+H3.$Z6\$B$4:O(; M1X$N*%0F#*C MR[GO* ?QK_4T]C/7%"92KD3@':^.KN$'/_"L"N(N?GPV(@ZVD!*E(MU@113 M"TF]U$K@0C-U?
71L;7DE]#@*%=R'7ASK >&"44,=\XO" M92$PC(-]WY,Y%J@',GDB+E>*?GZ5?ZZQ>6@M<=I@2!?Y"PU"X?.X8!1*WLF8 M6-F.UUOHY%G@*KDUR[RFM@^O4-
BTWSA#SNWP[7'%'G#%A#83'D!!A0UPV!/-)0]UZ M?]G(:NU26^VWBUJK7QNYF!%&/7.D[]\V_6#=J(&X/U;0R4]?F.?/+AM!<;D]]Z>$8%]&5_$W.-,%F7 M]3_,7?
>>:VS'8W'.=75:.)'\F80;).JA%])ZU7R:C?>MP3=RONM."EBD9D.W MG,.]ZV>]D3:?.H;_MT/ &/9E<':DFP?]O77@IY8V+X<]"E&7S"_E#+CA)B[]#AMSS MN?
W]+P%_^]IL@;'[?FD4\HI M8;GW(6W/9+"=USZ0Z+]QWRUH\:Q(L-#(3"3<74SY4T^-G_*O&^I"7T:Q?0N9 M-5,_,4?+"O^NS6R6=>1IW,SG;0Y =6G
%OMC(=3CXD184[:Z;C\\DHATFV^ M086++;+3JV9C$Z=CQM =+??D%0Q^0[X$- M,*Z)@*M52+]Y+[.Y'Z1*8442GY^L(8S(M]GF6)%5;0[:A/(7UVB<])&F-?$ M4?
%M^VG')N>;Z0M'3E%&=:C.+K"4U_93,P)H!#8$:.3"9&)N>_.]<'64YU MS=DS3 G4'A##F[@/RLLNZ(DE?7P?$N\$H;KL3^&L"T]D4]W)\49Y5;4L*B7G]
MUYG%O'D_6+RHNDI7UY+I@)B^(5F.O/1YN*Z:5)Q!;4$/CCCG]_[+;6HQL@4] M924T1>(WSP'RC]W'T[?'+X%Y.0$??1H//=X?5IK+9?&IA?H#3XQ0S!QMJ"Q.VP]- M?
>K(WPLK@G,1^E]8.^_L"O4G6:UK84I6P-W[4LD'ZYZ\1$MEVV]:F2<)66M4""DAQ0:_EW7;Y M9N11U,*DZ[MA5^TBA)!Y]+C?
1E0D#'J]XKL[FVW#HS>1;ZU@532$Y(E&-25U<$>Q/).I%1AL4O MY8:BD5",N*ZFJW-*BWU_TTP$I MH.&FL8IE4[/P3DDO*,4V_)GG]HZK]R<[0R+45@6S,T]-D^KASXH R/,
!]O;J,X-R4 M7$N?N[M<'D H817-W":)4^"1'WN=70=SL]Z8LF^T@6WRY_QH_4U/^N)W(1*AF M2VAZVSH,!X,W[!'[0E?A3S3[H;]K2W(XN,_!G]]|'U!+ P04 "_@F99 M9_MGC%L8
WZ@-%0 &1N;&DM,C R-# Y,S!?8V%L+GAM;-U=5W-;QY^ M]Z_@:E^WKU;M)+54JEL+][A.D)(M8@P$50N+]^>T!2@#)A#G@H;M< MM$@>XGS3_4V'F9Z>?
SSZ'HX'.>SH:3\^/^_LT4$b>QTD:CC_]^NCCA^?@ M'OWSMYJ^^L=_/SK]WN'.E",.PA> M6+ I6:E-B$[&_KTBS9"""FTTQ&P5]*(D>,X*T*,V*L<0=5A^Z&@X_NN7^B7@
M+!_0\;SY;>_/C]:S!T*?SXRYOD^N5CA.%X-QK^"8#7^8#_X_3;?3P+SL:!%2T7]=W+ZQ]_M,N4QDCDB)>8HG3>3$QMG/<7+\#\
[Z^,ED3+^>Y43_F$U&PU15_CN.ZEC>'^4\ MGWTG+WB<97TXSR:S\Y_LI]4NXWHS@5\^CJKH=';8X M79![Z9=#TM'A.+VITG^79QFG\8B^?
YH_Y]'DI!J0)Y/9_&+LR9OH!=*P;0'E MQP&@\FTY2G9!T?'7S)U9*=&^+Q;'%\O/Q,(%X=G_]IF4Z.FY)C/MF]3D]H01^X+7_AWX&=X4$ MMP(9AVRB(=%EK8*.;'9^1&)M\R
M.:]1M= K8#F9C)2: 0V9X@(E+3B'!3!C"=QZSVQHS(L[0:W##_DP^=%6(3OS M9&GCEA;MC+BO<+PH&.>+*46P5^R91!$EO1\$QTP!)$? (DKSG*%DV82T? ML];KUJ&
>E@4Z$C6;3CP-)=.[_Y.R&]/\&0XI_COWSFMX>RD5"%@2)"-EV3< M+&47.5E)B9F5(C"XUKDV W'.JS1#Y U>]I..]?SYH02ASDQ^V6FW.H"^;D[
MM(87F1F4XC0H+C5X=!:,R<(*BHYX8(W]SNV(UN&.>5CIDB);I:2/K,5_&<"NHWF"LV]'Z_^>_=]B M^E']*&SP_D3G$Z_T?
S[;QPM\D"H;")F#5DIR@R#I0B/4XYH0V'*&VFX#$]R34WX *A4@XY8&&$ M3U(>()F4T?K&)+D%3I\R]G;4:"7_9H1X.\TG.$S/OI[4Q=7SQ::K P["4=P6 M!*AH"EK[@!-=N"-
*3QEK8Q;2/7@-6GE+T=05KKH[';'$@OBM0N4F)$*B=H+U8F_.)L%.^DHCKIP^8$(*YB, X4G"3:-J1:@T-[@&]^.<2/-WYX.
["+\3CWAZ\DXGLTQR\G:9A$)DZ^89*"! M%DW1;@E*YB)3;TQW8ZH?_YP)T8T%']'F8&--GB/&@)*2DYR#,3*Q$$)F4-T MJNZ-[R\SZ(-
_VTGAVPNW8:PS(3LT__9VA.,YN=8:G"^7KEZ3$8]"%65D!FL< M(\^;.J!.GGRX,2H(EDH]S8.V] M!98-I>122PB!B"A*\"F@ULJ:QMJ_!4Z^EH<;<*"5X)LQX=(:)UFD]_-)_.MH
M,B*QS]IUFG\;8 BFAF,>. PZ6L$H MJ)*&/*_RX',A\2Q C(EZ.!$ F9KG"UCAN"B :E8,=PZ(4-KBW<+G#[E.)URHI5*FG%D MQ?
BL\58K[4'771Z540+%Y1&"4$KHF&QFV)@:=]F[WM3EM&?$C@KHPBD.BL]. M*1-]=/ZL00^20&4GZ'E7B6*!O:E('8+]+YO0%^*/I- %IW0P$41I"W)P3LI M(8M
DRPZ4EKK[8XI(/74)6[$@]NBOEVUT"6AR"587'J3-1K@MMBZA&_!LVC! M9!.*],D%WIKZ=X+]J7?BQ$O\=0D8S6Z#!9%7=%TGL(VP\$P]JB3D?/KAT': MUB-N9B?NH9!U*Y+
<@W*ZC*E3X5PF'D!XGTD$SH!+1@)C.DNOF%.F=:U9^S6$ MM],S?2P_>EG,\F8QK\?EZAG$@I=U-90^Q5:-V=!"^"W+L!?'B^59I.6V$%'U9]J\G@V_)Q?C./D.+^< MS&:O_Q-
^8!?!T4]'0QY.!=TJ"NEM4".&0H;". #WW!YOOPFT'L4\#5FCD=M*]L9H]E.0['.3W#Z9@,W.P2: H=AW%(623C-&06P::H:FTE P]200N=0D*C MM&H]5/MN5'W:Y&W,F\8]N4:5?
SR^+K&7]'U'S1/>S^GKSZ9OL?+!76'Z7\7L^4VT^^Y3*8T)^((M9[,A3$IDG,((.B5R42%+""(80"NX]5Y75KGDU<_]"F# M[(I0VTN_7[-)2#6E1R09W"2%\I=#
(>Z%5"+*]*QSNBL6B\SK8#1;&1G!SYF M@U2KX8W4%'5)FE4V"9I0,4!MY:%UPBRP=57.#R VM)/0*:]W5?Z-6TY;B;P9 MIY\.9R>3&8[^F$X6)Z\G<_H^+NM %I1]G<=4?U 070?
\9GS^^$#&%'DM,M Q M>P)K:2H'KNOA(E6/V/O8_!3[EE#]9!Q;DV@?VFN8'W_.!.PY2:66&DTQSO^D M722Q?39USA:U)7!6HM)_Z7],5)R/H1@(60DD5BMP&E* YE/SEG'C+*M
MS[]E ;-/:W:M*=:UUCH*R53AGD?EH0@D8R]L=E#0@789B=W6A^8'&\)R1K% M&KEH+1@'@R52D]-4)S#0.M"TYDB]\#W'FO<-;ROG> 8A.E^$,32E H7.T3F*=5,
&ZRE40L6FA\$7(VD3^ZTG?H;2+U] MFO$],I1)\!RR YD2V5/E$8(B&,ES*6-6*&+KD^]W!./;>/]5%1)GGSZ@A#VQ MR"QD6<^2)U\7>4.](1V)&O-1>L1W@]H3T9N-S[\Z,];Z:$9X?
_(8QIA;3%Z MF(Z'X^%L7L?.[.9^#V]ZOCVZG4DV*$*:U M6/AI/OW_B_'KR;B^^&HM\?F\2<)'A3% B+8V8Z$(Q3N&P*-&%9-6YGK)T0UU
MF9N]MU=+.:WQYDJ19H=JV_"\'D=U6@F)D'8 MPD+@5@G9>@]L36AJ\G\=LI+I;6+H*XM\2W+K-Z4T^/2?(^DI<6$I*J/1.U M"7EM>N%D"90&L-4ZV,DMR/:
<,'L09NE#G34YK#!CZ9R]PIW[57142]P&!F- MPGIPUOFZX<=<5-H$N]I@P[ ];D^[GY-TS<%K;5,<-VNC:GXP1N(%F")EX5PD%=IO :T%;1V&N;\]PW;76KN]GGPR
MS7&X%!?]>Y27RABG*YE]B[JA5AR*=Q&4%!DPU4[ZCF9 E%HHU[K$:QU*\W3OV%]=+O-SY$+E6D+$V^U0TD9#9 MVC,I+GV0L4&,-:BVAZ+:>YA3:(KI?55ZN\H?
Q6N%NE6*TR#!8PV M@Y;6R9WY1EV>VBWB2D6403 M.+A2";OMN+>@=):6I55(CB%?%4$]08[M7TH_*:0CUUH$.)T5D%MU3AEM/,8.H=9'UZ_9>LPYS6I]<3T+1D'&*ZP70\Z_
MO2FKNO./.,U^KYF+VV:A,^@+/) G?&%8S!9-MZCFT,LD_E8QTQ;45K]0X5 MV:[Y/GY;%LM\F!S&_UL,IWDE-.2:HXV%; VE64HD 2BX)+N@T*JBLF.M*\I6 M
K;AOON]6/'FQ&]NL>[(=./] H-L76T\@9!0UAY(Q8 SI0#GS O'):K4>K-A M?70/83N^7XBART"_7? M2SY!SC'0P"%ILF3*<0\$2M<2;LS>%F;1]22?N.=6!@^>GKN]OVMZGA957L47
M0](Q(H. NNYS&)I(%+V1R]6,B1 L:WY)\/KH^G32]^'3 M(YT.J$^QSKWR]CX(TLEIGK?3(4GKI#:X/5U=&(0BN,V6 4?GZPVCK'9:B6!R M9MY'FINNR[O\?

```
@#T$)9Z6I.NG8;V=*+U.0ZGRW[9KPCR8GIZO/-]/,H,]@ZPYO:WN^M=6P&QUS/7W?=U!UOW T[;@&R%5M M25N *;N\?S)!(*)
L<4D9%PYVWT'[D8P+=89Z^5O5].#5:.69%JEY8I"""*9] MFVY>_^6A&,64%S'QYAVPUP;7IQ"P#6]^:*7?B9[:M5._L:?GTQSF%]^=WZU# M*9[UL?:$$@1-*1V H-
&7@*$D1;\QK3MA,PBQ3]%9-Y3]4F=[)]:E0VI"&5=* M\N"ELO7]R@*..0N<62,5%U[(UCG]YBC[M])TO_3:4G-[BL56[3:_KW*=?].0 MY'R(Y<H]F\Z*O&K..)M3\CB<#91-LK#,099Z
M@T!Q#D+("@IFRAZ\TT]UKN;8%&-K*WGM?1?7'OPQ7;;#G^;34[_U4/I]^W: MMY'R'1,1$RB3;6VE[<'Y'*&H6% *+B+KVBEO!;Q774XZI>==-K9[O7?FV->% M7HN +Z 7-
*%$C1"DB:"<%.2@)()*)9MHH@VL^<5-+8#W*KI\"(S=7NU[#T4' MC[%..4206*._MDH!!F% )V-8H0]N?V?YNMAZ%7;>)^*;*&!O'>Z.CX>GUUXL M;[>]'X_Y7&\'(O5)7(>%V*
MJ%'D^K)VR,XW7#9]OB#]=)$'PM@4=10@F[L9G&L(?%DIK;RUV47N6Y\R6A=; M1Y>>UUL.HTU.(%V-0;PLX%%I0"5-SEEET_R4PPU0^K26V ECUKS]?".5M#G3 M>>MP7QR?
+.9U?^BT5?- "<=S/4\O4Q+U;%"]33EI$#%;8;W60?N[K-K&;^U3 MW-8I.;K51[.8[%:$'\?I[)!7;?@1Z5$**NJ1+Z6TD1@X6$D E;8"4*8,D3.; M;'(VA=8-
;8"V]=H:2^FMU=K+OOU(.RD74!05H5UA=S.3@7:%)H93GQCLN M>.LK*.["M)-Q7OGA'R;_YW];[V$A*__&:?)XOIH+BZ4Q ?\ZO) M>'XT&W"DB+@D S:X0$XZ5B=-
@I$,@W:L2,=;GR;8%&.?^MC>*[-V4MY>3=4R M_C.8#*\G$)T*A$YQ1Z$?&DC99$].NY30^IC?NMCZU/#VWHW5QLIZH)L.@VMS MX7ZV'0:\YQL/U\6T]ZT'S4PL68(MQM?CH09"
[7U@E';JL!Q5:KVAQ]^MAW7? M\WU6:I%(&C)#+@4I%HVU;[G(P,D@1"R4#S4/]S;%V*=ECTXMM$*X:Y*W,^R M[(IH-;%U3A_^5GA=K,$"00@'O)3(C:6PPMW7AM\&"4;_-
C[V1+1-5;B'W;+5 MBX+HI)6%TFDG$TV&D!.@*I059:TT=S(:QN]RR5N^NT^+'IT2:!^ZV:^A6KU2 MHW/&Z(GA0M[=8_Z0A9-A
M#;+>F:7KQ7VU8I7R,U24BCN%'K,SO/4)VVVQ]FDII3\DW%6I]Q.T+7=%LG<) M=1(@(T:*+05"8,@@!26["4)%T;!H:6.0?Z1Z17IME/C'NL',M=\[D\V,>: OAC(Q:DE/C&0R_
W(Y=XS%H?_;\MZ!&-W+?TV;'ZSRO!XS>YNFRZ="3B\^2E'KV).(X/1V.ZC#.'MWA M*,7V+VN[==%HT(UV*/Y<,C*GP\^$]5-^O3@.-2\] W#:(NK-8CZ;$RH*ZP8\
M"U94RE"\K2F"%X!,*Z#@T/LLB]"Q]>+\AA";7+Y5YR2.SC]](+=]P.)]/AV&Q M/)3]84):&YWUOSH@-V M;3W+-M%2+OC>O\)3\SI1SONE5W>? M)LG$@ E7D!R \@-@""K;)D7:.\O
M([L,C(B,B/RW__'G>>5^B+!SB=#2?C?_\+_RO[RP\X3L\'"_\][_\_N$UN+_\ MC__XEW_YM_\+X'_].[-#S]/TL4YCN<_O)QBF&/^X8_A_-.\T_XPS\FTW\. MOX0?WH["O$RFYP#_L?
AK+R>?OTZ"S_-?Q!.J,N/7?YV^]^\<.]48N"\=: 8 M9Q"]L&!SME*;F)Q,_|_'?]5&2*&-AH16@2I*@N>L 'W4)N58"#HN'CH:CO_Y MK_6/&&;X PUO/%M\^^]_^32??
_[7'W_\XX\__OIGG([^.IE^_%$P)G^\_/1? M5A__\];G_Y^+3W/O_8_^+WW[[Z&RX[H/T6/[C__[US?OT"<\##,>S>1BG[R^@ MU^?YM[]X%8W^(-
;;Y[^NZ8OST+,I9P,9HW1'S[V4WQ3L[#L*6 ;SVZ =K%@^ N(T?,:+^3#-_IHFYS\N@+Z&?-(ZQ XB]S/)\-M!4Q!=H5'$\!5,P"/$-: MN9B4Z (ZE>-MM/DR\_TGM^K%*J7RS$M53< V]?
2K#9]#Z$.,*! M]-QG9A$\;5]@%"H(C@E@VD7!'0\!6>L1+=Y\?33?&?%B>CFNU439:+TOT\EY M#[]<3Q]+S0>8]\ 2 MF% BF4(E0V3:0#&.S)0+'?W4;V$65PH;_6F)3MP-
)]=_N0[31X$TY K]^S# M#W)G"S5/^A#W.O+TP8.?%SWN7)VB#&Q9"GXSX^@HO9@^:09N>H_&;:7I:)/8EPS*(^!%YL(O2$?]H4W M>#O%UQ?
5SEHA^W5A:PZ*I>TTRPQ2U1V5%4M[][(0(G<*F8B,^X?LQ7N>WU*Q MZVSOCEK=1OZ3ML*[K4^VZ_Q^?Q%GPSP,TZ_OPPC/ROOY)/US0>!4K'_JTO *
MMZ"DRA"*4CAHQ6FVD/<%SKI$LA4Z MLQAHRI038CZ4V M%EY/2OQ_+)TCM/1UW?X>3*=#PKZQ(K/4+1P9'4Z0PM5(8LF&,U35 3/--'G MC1>?D&IW$6G+$/
52&]Q.ISD5^/\,SD: ZV,544I$*K;JC6'RD=:E[R1"95+ M,MLV.K[VVA/2\/;B;!@*O+:5(=T(6GNBP9OL"S?>/,):7DGH3;TQRJF5^/Y>@&)W$N)MA:K=%?H./PYG\W]\5 -+ R.= M\#X)*
(DL1&6<@^BT UI G.;<3B[&\^G7EY.,_^>X29$)R,@-C=6058 Q O,F<6'(++2V@:[O!?$R MJF\GZMM,,+LSX4/X\Y=,(Q^6X3(K>[7^<*.R+BZ Y EI0^$)0LH[*@3M>?
S+:;R'>VW]WN^O[13;],/EC/&!89"1[ G2VY!?D MH"""(2&M/5K0'<=]+XFXV^!TO/C4];RG2VUKVS;2\V&+.IF^GDR_#<<<(!X\F6 MXB.(Y.LXC: 1>P]!92\BW#7QDYW"9->
O9W,YF'T_PT_M+ZP*[8/UT2'8F&F=,<1*Q%!E]2CRS8+V+6_?-N4]/X]H)=H^^= F9UK7DQ MQ; XH50"CT#E0Q9#;H("@T>*.081!<,K>3A]^^[01TNK?PUFAQH[#8&_KM
MZ.VGR?C2T6=.!0PL SGUH9Z_% C<<> !;6F)W+M[DR,?UN3--YZ -G<2XAJ- M[A3_>H_I8DKTXB)^&,Y'.!";3 #O!*1<1U7MO<"UKH@2+SZ7<&_=R\,:O?G&
M$]#H3D)AXGHP$*3W8<>6E&T_;NI$"@O=V1B^ZTT.BT M8KL94-=>=P*ZW%Y\:Q2Y4[#KDE6O_DR?PO@CKH)O K6) 73"3*L_S^!JOD-! MKQ2M_";=FPC2?7I>?>L]'5G8:
[1;H, ULN+Z92&NCP'].0C$_UB-F#%11T] M!^M8#;M8#$)Q5/5]1+CG%0_8M3.#U;S;3<3[A]M-PA?_3*>X[2FN7!G\ MK'.@I-68%,\@,D/FO5-Z:BN3B;NYMVM>
M>C^[W5Z4:U) &H2H7IWC]"-M'G^;3OZ8?WHY.?\#)X;]%&5Q6O??G)]'IWT:Y1^4Y1]A4%/^%H= G'V&)RS 8(EZ'% MQ7EPR@O(7 =IO3>F-
)G,5]YY,@K>6I!K]+I3W&IE#T[.S^LI]B3]\_VG,,79 MV<6\]@*K_MZ@CM/XQ(!Q1?!L7622".^MBC)A*EKLEF_[,(;3T7LS0;_AP<[5 M-VN+VI>1N+.RTS&9>HD*=-\\[Q04K) MU -
V1]M>D%!D4ES3OR'LEI%TYZM/3M7;BG6-LG>*X+T@2'D!:Q0^#G2R23"B M'8U(@A*:@\N:@0[>ZZ!X5GA?^>[#"K[VNA-0ZO;B6Z/(!D&YEP1E&D:_C#/^
M^;_PZR!+9W(H!;B(#)316+W.+[%+17/K,6.80W7GL"BMU=G&L4O%/\;14# M_+Y3?*LPL5XK,@= 5?XQL4>;0$..TO;>DLD,BPAUO/@$U-Q']&DVO MPG'_]N,-T1#B?
[9HYD]$',\PTQ>SR6B8:^/L16)4%=!L4LX^XS+;>4;^2O5= MI_BIUBA_P3>3V>SW<;C(0_HK;T,=_">DIX<.W9;7-8;M TCC)K.]RVK'AK7? M2GDO07VG-5EYOG CP=90L&
(Z@*LL9,P(%82Q135OIW$+QT['(7E M5)I_O=(E9_;3UZN_6;1$,,EPI\G/35(Y6G^Y!*?(X\W>(9->>Q9Y8Y9T1[?O MWC(M*##9BRIZZ"-Q%<^]84(71#UUF+F-YC"M9?
K2WSTTV4'X^Z$%CT7$H#,8 M4ZUSGQTX]3S($I.2C*/]Z4>'#,='F@L3&;(?V3/X0_!RI[1,$\,!4XN86]9DD% M"RPZ'@7+VKCV*\+&,_0BZBM:=JW:GIATXR\_?3I!?
G[A'XT^5S%\>K/S]57 M'!3+=&%109&U(Y/U'ISE#F12VD9DI/36S=#O!70"#&DE[CLWD4/%6A8GQ)\F M(\(R>_5?%\/YUV\Q@UY"*O>];[^1D\XC[R] PC,&EY@#9E(]#N61]]1: IC1
MQ)1"P!DF]#6$ZG&HVF&ANK\SUT[$ M6 ?H2,(@&RGZ+L[L+/>G)L;F%96?1=0/04_U@(Z4&O==HJ;]"7UO5&B"\]H MA;00%"?[*2,23Z\$"&]CBHEI;EL?
$^R1"@\UU=TS$S81=A]W.'U/2USYY4*' MP%C.$%5RH+1)Y$E%"RF)E#Q'EU1K)_<6B/T[* V4AN&^9?QR_!Y. ^C%3CG0*= @782 M[V'FOTCIXOQB$98[]Q[;M;/JVN/L'%=
HQ2T$V4BJN;WU>9NUUX;QV24R!# QGW<#T'L7"#888_X_*_OXQO1VO>34;CUY/I M'V&:!P$5AD3CUC+35[=E^&+--;UOTP:H08Q&\-24VA'@4,=!=XA-]]0'Z^/>
M^A=C'3-.$[MKYU1%8,!IDX&'4/\QSKO6=#F.HJ.]*/-NPW0W3?1QR\>M40^\ M0X[55K;6U9,=1@93T0$L8KTH506\M[OX=F&JFRA.FQ$[2KT'2V.!Z)?9[ +S
MSQ=3(N:RP&')U]_PC\6O9@/!8PB:EDZ3ZDUH1>]:[;]*F<$YYSQ]E< =4+V M!/C25CM]7"FV'N7?P^@"OX,LF5"D$"'5SA?*(#GE*4I(,1MN$ZMWH^R'0M>! M/4D&
[;";EBWSZY7,]W)\*0P2&%ESY*.]'87Q(!=K%7,16 @D#]<NG7C..6FXQPT-I,J5_):3LPW)\V 6GUV&--;-6L1K_B_6>KA(@A.S) MPR.B>R^T+GH7PMSUXJ?'ER8]:-
BLO[,^^@YG\^DP+9(DZF7 53*_X?RLD)0* M#N<7])F!HUTTI"P -5EH*AMR(+V/8+70WHJ23&E^@_*NH$^3?X?1:<.;!+IL
MS=WP&U\,8Q%HX;6T:S,.D00)&SAV@K'^W'8=L#\)"G9CT8;WG?P_1CE_US, MYHLLL0^3.\Y4%O,KAD5ZV7E-PS+N[1(D+/A'-_C],LPX7+@[S!-/BX5O)#!
M0#!>S^8X&9:NVIGUB(XH!DG:$H5R,LK6C.U[3*?-Z*-B1,.['R['1S-P>>Y3 M:T8'27/MM7/_L_*UQ3E)JF !)QRJG%!8>5^[K6WH>0W :7-I>UFWO/_A$LU= M!X 5W&)=_A#^?
%M;MY+XY]1RQXMYS5K[,%D6% ^BSD*@BL 5UEM>&8(+'D'D MX)/@W.7<>BG;$?)ILVN?^FQY/T6GPP*M98@A&K)42TV5K#?D>$ESIR YJ!]] M:1Y^[7YLT^3P09<8T=)*(*
(,H%C4X(R(@*24DK-A4;:O+E]_^-!30<+K,)PN M]KQ?:2J0M;?85-^G3Y@O1C@IM<9F7EL9O!F&.!PMNHG]7(^H1[-MRA%V>%O3 M8H16HVY4BO -SO+%+ZZ]>
4QGY'QDBZFU8"G#_PV&4\OO_TIS(:S[Z?*D1(@2XZ@E A$6@RT:+%H!,O"Q].GJ4T'L.L\;@%FF0N>M,A6HX.00H+:BQ&\ MU1$"2DTVH C*LR.4Y%[++@['W9M[[6'T?
BS%'M\&_]/7:U_^SR$M?M/TZ>N; M6B6WS& FDU:2%P-6TZB4)_QGM9Y-_!;$^E)1L!/4S)21\;OXM4O:GK\[@#69)Q$6P0DGPSD2&; MD$&;+7D*:!H7<1V!-QZH(;E^*BU@9;ZI-
0OX\_D+BXDP%>)M:BM$UPKB%D8 M./L/AO2HR+LHLZ,6>DA.70=-K* 97[S2R0*S M/M,LP0Q.R0C)6!9%,CK8UJW#[H'SU BRC1;VM(+(R]3\PIVPQ%UF/(]R)D&L
M*;/,VQ0%T\7>>YU@*X+(ITF0;;300\+JRS"KW4C]?VK0[DL8?.L9S<&06U X M6"EK*BUR\(Q+$$Y*%8+SRK0.(MR-YFE[68VTU$MIU>4Y_'J,ZW^ZXGX7[+TU M,-
P>]V"\KE82M;!F**5Z]"% MZK&1[P"[!BYMXG>>N#MPY3KD1RB]>*^M#EIKHH^?+/A.(S3L%Z;0')9].Q?3!B%-4G' M2^BV,KO70WG:-E4+_?10_;/H6UMP6L6RS/6B M(9^5-
6AG'^B1L_6_6CDM7<;2DX'5:R (Y!H8V%B%RH 94@ZUD0$:"$I:R+2O%&$-1[ZZ2_;=-/9OLAU.RY->5-1+_X?JY\DT MS/%GC/-;%%"&$+T].+2FEL?H'H?8">,
(7-*:JG=G5D M(_]KKC]9R]>=M$H6T9"].LB(!?*6ZXWH@M(H[-)"UA'XM4">-&MV54P/ M0=?W_]M\@6GX\5_A%IV#6-)880@R%]AR3 *4U.=/#D_%C!4FP= MHN^[0ESJA?
U]>!]+MWO;][XS\-9S?LCY_M%G"UN+QA8(ZUF1=>X7O6O/;G6 M+(1:I2ZT#/!,T;8:Z\-;6AOC6P-X@#&5XG6 0.( Y31; M!OR\8"A,$=
(T=_0Z@]L_Q1HKMM(QX:Y:Z:.WYY5#KS61G!R;E.M.U>9%NA0C !N4-*/;TNK=VW#2&>&I7Z\% /EE17N+1> MIQ5B9X-AC-
9G8>L4L+%>%V5)3@)]49DY9HWC=T8Y5.EU99ZV]?Q-%#(+;D) M%DS.!,Q[,NARX*"CT-QH&36V;D1^)YB3XTD3]=_9RZTOLS1,<\ATTD?
^RGQEW&\ISGL.'Q\48$Z?/X>!OM'CMC M+>.<*50@8QU3X@9\)+]8)RLD:G0RM=Y/CY^I6^8Y' U1-U'J?O,<'!KA@F"@ ML3I>+%D(VAFP*=K$I&$&6RPT9:
[I[GL(F*>HC<=SZT]LG>1>@$#D4& MY2*'Z# "]REBT$K;T/JNV2=RYK@;L7I07R^)$/=E:3BFM-.FWCA44S70^MHX M/8'0)6DF
QF]K6.OIYQ.LPNAVBFJCZK%ZUD;OTU]*\311<;\C^'\TIV%!LE( M07YY+=.N5Y'5:W*]%0ET8.('Z7UK0VO[=$^:?[M1<4]G $\%$8D$'S_"7'^
MIGZZ*]S;]8+%$)@JD)TMH#IR+=19FYIH0 FI- FF=[G47EE.-=C21?0\+UCI< MJTG2!5E/L8NI41TF$M%&>OTHL8/H>["]D$8N0DY.UE;BI0_E_>M1]4\-H+
MP7ALO5OMFQ0/./W[YL0F$F_(A>4U()\FT_D'G)ZO.S*[+)2TG/9-;R G7AL] M.P?.VPP^R&R",5'QCM?U//RR_9L?K10SZ5&[#9WO!;XWD_"'!^!A\,)F1^;V
M99K@%0%1U'(>;PU*%A3WHI/2'W!7>B\L4SWD.IVPS(ZK[VU_[O> 3";+Q(( M!YX1+.4U5&QD%I4(+Z\Y')+10Z89*SOO*2',!(@MJ!XGD/X/U^ M=???H/9[/?
Q%,.H#N!O)/:?:C8&6>-_#IS#&&@OA5*"KZ%U!]$SN4B#+[[8 ME"'/I.L&_DSL0?-[G_YNW,0]?Z![X,0,1H@%WA_O>CD9SX?CB\G%C6GP=C);9ESB;/;A4QAS\2M]\M/LMXL]_[-R
M^?O90)/SFVW2$(2M$5:EP?%AW3*K#TF-C2\=[C-\"Z' M=3;MSAM.;P\/A9.YQ QD5=<\?W+2HV()B@K(8W+6]..B^X-#>B;[?MC0\,KD M?
N;R0$9KBE<>D#8E4#$@U-.Q>F4XU])8]*5U5D7;$3Q3N1==]W![<]N).? > MM4O6 DLBUCB:HTTG!@B>H17U1K4C,T%NCN"9N;WH^LXKGGLJLGJ1EC>DUAM5
MQ_D=SI#>3=,N_U$;:4\^U\2$VAYR./[XD.WZ]R$\):6$"?)\B4Y24@KR( MQ" 4F96P+^F]!.T'\6^RL..QN5;-Z8?E@C'4FRVNDG[\CQF=E9^'W^>3KY@ M?CN=?,9IW0M?_;G,)GM-
VER=WBP6OY^^KC[S]6O*7_T?3,LB@\PX)D8>=?2> MMC[!%$2C')2 M/_JF/W-<_<&_4J:#^-0>5^")N;MABB'}4@/!RHK*)=-$SN
MZ2FI[!]00UV5<&#U3EKKIG?"1)HUD6<)TM$<4DXDB(PF%PH=.%IGI6G=M&(/ M1'GP6H-CYLDF*FF=B7;7*EUSKU^_GX;CL;1>5",*1
M"#+2'SK7"@$E:?)RE"PY;K!;RM+.4/;OW^^@Q)G[E!-+[[P:7_A(D.FKV9 > MNHHZM71@F<3]11'263"!V]IO+$*P&0&CB=P5Y5ANW@7N(5#/-E(/RNNE"&@M MP KO,K^[ \">K*
'P1W(,F]KU&Z4V5$CO50A/@34$"]CG2-XM0BEH //3 $A MN9=*".^Q^>5WAZ',0S;2@1FSB2+:6T&7Z-Z&KXL%^/?/).[T:8A?%BON67G_M&6N-VL*$I&
<.4QC].ASA;#X9XV7%+9)X+,_@8UI8A!Y'%1!/5A)51!GY=VI M\[>#YDNTBDNNE("0:*W>#QZ\29DV8BZ,0!^"8!TMI0U??8 ^N7U]\HXH4@][ MZ,$>NDQ4N([UU9^?:=;1XB>5,
[6O ],EUVR86@WH$2(F$E&2B+]'ZWKO!G0( M>_I(3IO;*:IU2>T=+L?*2?@P"7[\B%/,;R[-/[\XGUR,YP/)8_;&6DB]]A /
M7H$7R0!/.2CE)*/A;.BD=7SU$R30'G347RC@&MHELG>8)A_'U<4<%&0L)9_M:TF^)'*:<@A$!OB MZ@[JK[]-)LE^"X -%!H=C'? L1#AB]#@?$P@=>$$$U!17'DQG[]*BIT]7EO)O
M6(.UP/8.\]5BH!\F]]MFT9E:#D8#M\&!4M&![ZGK^FA9$,HX%S]1L;GRI; M>M%(PV]F]92^DA>S'O4B6^;RB]?H:I2>$]G1,S++R-JG[Q,Y]DQE:Q+RFV?X
M75>^.)>3BFR)_2L7B^F+0B>L$VIU2Z=L+>)X+ M?3;F\AX*?38AP]$+?6;3.>F"7'&\^H42)C:@P::B2AE';BN<=?KZH%:^S M[W&=FQ!7&4A=0&Z2&?$ ?
SH#VV\>1!L=3O:E@(.QQ7B'-@1RDES(Y*R3V>OK M)Y(08LZ1.9F=OPLN2.YX8 DV43NK0^ EH;RY?47O:1Z# ](R5%2A?X(DB!9
M3BNCLK1U=TSIO/K4_7F0/4I]TD)D>TNR3!@Q&$5X&-98F_#@%4:RR!PSG"D; M?.N;74\]R7(;VZ&=DOIH!;EAHDX7N,])ECLI><>DN&TT= 1)EL&+P&6@F95] MU[-D
JV@,1%LVF +3UR;YLUNCX%06R59[I-/FRBF'J/DKM5[!5 8S7EM&15] MO1!)6P'U'B3:>W5.,J*U-YO4WFNNW/^VXT^EW$A?MPV:AL)NG??VXL/?7T2< MA[?
3R<=I.'\S3/5P<06,V6RLMC0'0]T(KKV_G>8)E%'6,Y]]9+83"^Y[RPEK MOYEP>REHO)>3O$@15$:RQX2@U3"+&F5$GB4H:9IA=P3/[=@$D7E[GV
54PR#IG4W*Q3=74>W%=Y(P(V#H'>#LU8F M'X,'R,D"906"$>\P?R*3%EK)U"E6E;R+7UM[#V>(J^S% MR]O0LA0N> .RV'JAGI-DUB"-5-*HR9PIV?).EN+ZY^|WT-
E(\LV8FMM^7^K M.?]6."IC@C&N"T1BLBUV:2LE]JA R;JS6I9L"*[Y0/?]89'K\TFHFL],]- MOH;1_.L-@@D>O:@9Q;C(E%*,""8RD 49LO92&92==+GNZ8]>CSN+K(?@\6]8 M*S
*M0U(_T]&C"\PR\XOL#: M&[ 6)$W)(5C<3GY!Z\DY3I>] VN%[6R&]$^N-UM)QW/A@L8M":WB+!,W)0,M M@].!%2RNM2^^!;U6]2R.AA\7
M29\#]67B:"S9)S'4ZX$,!"P:M.:"V*AT:'Y,3B=@SUQK]+B>NJ7=G 7?TKT' MF/+-'=!IH.^7U8-^ LP9!"[X/D&L4L;?O>^_< >L).L;]>H.TVA_>;9OP_C21FV MS[__MQ]Y-G?,Y)CS+-
G(D?+2P 3;_2]" E!90=9&.F,CJA09[\)$8XVSSY[6K!4)NC2 M,% D2@A%2;"!BZ!%%,67YSS[IE1X*,]^$Y4<+'.Z"\@GG&>_D0ZW2]>1@&' M8TN]^]Z0!2PT&:M*60F.
[%1PGG.ALY8L=]HSCYLEF^;9[X$D&\B]=>![:2A? M9FK64Y.$#K2K"V2FE3H:0T!T':A"D5FW/A57GWJL>?8;27W20F1[R[.W)A$& MJT&GV@NNV
>G07.7+!8E!&L=^!8!!8$C5Q)'/:GPR&;JVBCSTS@11=YQ&(@"5X+/R29P(PXRSCM1D:7(&QKP^\HL_JV4?/N$NW!T.^6E&,D M82]Y@-4"@1R=!%ZY
$4Q&Y67Q4K76.U/(9M]E]/;]HKK8?&X/TG%-K-1#"@ MA2)P@?CO!;>0.$:=R<+EN5,MWG,VUH_M:HC9)4%2O*>3*IHN$$V8=: MTAHB9'*)N18EIYMWG#QG'A]B_>I-
J4>2U?"=,Z^?DY[V]C+N\AJV\3(APZJ^_^$QWABD)G+.CB:22,%W*K!8.LF"*3 MIS:*?SZK[Y$]]QX"!VYM$8@%O>G6$>_A=QW_?Q@NIKT)^CVM\"NWZ#??OC[V[^]^XU$
M\^+#WS^\>_6K^';LN,$<1$/E*!D<1!=,?,$=Z54+C M@]FUZ=8R)ES5F"TB]#J4C>*V*PL]]RF-$?SZ4N?9C 3532N(%>]W3N+B"? M<*G+1CKF? M))O(O1\
]]>VG,#T/:1%@J.'3Z7D_//8?SUS?'\,/^6[I"RYH$S"I4:%PBB,*X_Z8LHD&;(;CB@JDMWPVPSO% M3'@'"Q(4@+"\"H,F%S( L-4*E@4*E8+%,-&%R(@=+B%R2%`
```

TQONPO39<.P#JAZ"]>O1W28 M"/KN&GN CN(>P_KP I="#D4Z0L$62N7AT6&3>N\HWV2X(%8 M^+XXL(F46UMR/__Z_L5OD_'+,$Y84V-&EQM3#=)8H2*D'&FDM*VD$_K>;
<8UH=/87P%3[39"UE;V07D-*;@(9#%"8$)6[@I6;". MS>AO/_SQ*VY7B?50\;PPY"\|"5Z$T0>;]5E75] MXRG2H9%|FV>EU&[G>!W]BT0>9OW!]2CUJIQM(#!(EA(#9H0#AZ@3_
WG[XBOU:9^.<4P($-:U5X:$%.I MM_YD0;YLIK6+2:=*)E,0L/))<(=BUDY=."95I[GEA!CLVMRZV@G@QS]]&J'L(8 MOX]I=:L/R[^/TV2<%\(/H]>KMH=G<33\N%C[?
@JC&NM_PEQ_N*\EC<.A&;2 MD[$.F=$*J*+F$#*/0+Z\%RERR47K.RYV@'LR3-N7RGHX=WQ-YC8A6LR+=\,/ MG^9GY7?:;6O.Z"]'GA+9<""5+Z!H)H G0 3-)15R4M*V9M,]

```
,__C]!8&+U:RB"6I($BJ;!R?_):;!T?Z% MXMH=ZNL^5+/C_%1!@_R3]TWWQ'^ -=[A_=#UUGE"S4M[8OR^4:(G/+K%?L; M+OE]L:ZV@]11E(:QCZ#(TA@B+_(A)M2#(46"XP3Y/O4-
$H?&Z$UL2'8,7(&6 MA:OF@'_+A5%2S2AX&I;&+21FAF<4#;M.ZKC[P)[X,-XVS<809113Z?]8* M-B(.L2=_C!C.O-3+2)!JA#[TU+CG"'LD]
(S:NUS.TL36H.U=131[7)'C'E=ZR8]3/2\]VS/O4S S M41H>LY?N\/5AWHQ6]P ZZ[1UO+)YN/;M/^KGZS]+5KE+DS!8V:+6%\/WXMZR6NJALA-X'JC;HI/ZLRND]KM?*-
V+7Y>HV72S6] MMKNNZBZL%DB(2""?0!*'"42,)S"-4 (Y23@CQ,-!9K2GNY"?B6U;RXC2LVHW MZXLVO"C_XL^.FZ86MVE5:UJ,>^GCT//E9@39S, UC"EX.Y*JZUE#\PKLH.^-
M67N]A7[#X_8.AV.Q'<'ER(>[E)M9'3A'T!UZ;ZZ6M=PCTWO.UF](Y/DNB;OM M%<9)B!#ET$NYW Z'@L,TBPA,5;_O+&,X-K.01M0GMHU 8
5]M/(]KS[C1M8#G:5%HM8MEMF=)RS=EFHH^R=NNR MY*HU6!J+C 0$AHB&TB4+I7.6L1!&$2&$>PEAD5%KE+.49DE.P"UU0(NJ;HN& M:4L=+'<,&;99/@N=G@UQ
HCAS]]#H4?S"G14'79O'A/,557G+%^NZ_RI9RG>?]/+->/LG61<[?_6[?'JC7B+2]7:I+KE91.C MZEH">@DG,6((AH0$$&5)"K,L8#".,^IG/E;-THSTW@574P>;>CSV]F17@'=L
MVF_%W#P438LR-]2&UJ>/+MNT!\E!+\*_V2]^XG^JSI8EIG6U\&G*0YHP M& 1,&E$?=5U7E'*/.3!'$.HS0B$!$201R)#"8X2Z3'&D>Q MP(M5<^3%
[NR:>8XRH:4@6:L@1ZP89(Q5U2_@L2M5?FJ.Z_"V:XB#J=%G,=;S M0-U#YGB>=)\7T#+CW)VT F'*8=-G:;_\Y.DQ6+3&4(\NXO!0^R5'Q I[@*6>C!(,M6;,,80!P&&7H;]T&UIG6XA"
<3 M-3GD3%]C),TKT$Q=XCO23:R]W#+6_AW7@/"O^:IIF2UUK*5I:%TN>D@DQ1FG M<0!C$25R@\Y]F,8H@-CS&4$>RQ(2=@_I[8I]EX]HP]=$#XC+7[_(H]'\+LP%
MMN%GH\%8_1?TZ%V!'2N@O42A?O#+_AT./RPN@'+UW;F(EWD_2RY@._IJ.5G4 M(GC9S-IX7U5KSMZL2]6CM[7RS8E&F^SY7L*R4CM[U=-J$7*HIS=MDUWS# GALNGH9'_G8
M(:T1XYP2/S/SUG "6E9 RPMHF=D,U;G:Y YO.6J:I$V)H$'(]A$U MBW[:(C(8 35>=+XHJ*V\>Y%0ZT5L3+=MBVWQ>C3\KU IO7-^EZ8G?!C>&F]8,^R;Z4%O;XKG<#R
MLMY+I(0^,8+J9"G//^7+9?(Y_UZ8GL%/^.=]V0P=DN_MF0Y[.M\-MS.Z4-^- MS"=]L^^..\MLSF;V4Y<9>DVJYEQ]$0@41YD(8! 'J2H#"6#JRWTY)BR-6!I$
MB:>U+Q^D,O594Y=YC1O:OQCF4YZ$12]F>+&P9OY!2VZ;8 U^WY!T>&PT*)*K M5,23-.9-+1P2\RA5K/E=\2:O_K'&RUSDM,LXO,/? MNB[QE4'[89NU)U;/CJ7=+
VVYLH7.&1+G0Y(QL"&,_,A/%; #JOZ')@:YJ), M!:=1&?TEF%C5TUL1G*VP_A(X^A7V%ZUC9HFJLE[?6F M4"-J%P%GA&(_@W&>196UQ-OHJ][%
M=L[ZVX?'9?',>1,8;K<+74^8D"64T$!-F,^D8F)&(68\@ZF'FSK2%97.4H_2Y/YE,_?SVR^UM=ZC37-:TRSFXT!6L>CLB)V#9 M1TVW :I^MG_+Q@1-
(4>%=;1?.D]GUCW3]+B'^Z;Q&^R,H^I2L"O9.JQI;YI& M+3@2R/,2!%.42"M 0P*Q%V>0A5GF17Y"@D#+?S&@.;$]T&IJT3!BF%:K Z>> M]CL&R%PWM,2$\?I=(]P>W4D.
[W0$=#VFX!2I MEYE3,"#TV4$%0_?8O:IV.S%RR(&0W\[5U_U:\>Z36;U9 M\T_\6WWW)U\^\8_%JKZO%DDD-W5IXD$_"R.(<$8@\;-4XH[21$0ICC.CUF>V
MC$QL#.1K%)DIO#6B>M9@#IS,3$7+D8I%=SR=:"51%X!PN:_)Y:[DOS@NP"=6B;+E[OXH[0EW4[.X/ ":4H18C &*E!:2'-(,GD MCR(-0Q+Z$>K MW8-
Y>_M%=>>GZV7[7)P?"$P#E/M&URZ8>ZE.V Z!'6B5[9**9=L02:#D]WQ5 M21[>KVCQ(#\0=9/^M?"RA/ T"2!)1 B1"%.8\91#$3$<")8QXDE;7-1XJ6>+ M!V@9&=8M16V5W:,,Y&;
<<7,DNYFEVA>[I0I^_"#%_\L5D.2[],TK M<%W794[6[3Y3^HBWV.WN4D-Z5]T:!BC-VXMA7.2C3@L:MUS>FO @B/JFZT+V M&==<&A95 +P(L!=&@<<@#9#<4P:822>,
(IC(35CFH9BF@=&>THS\Q$[6IL_> MLMT<_=GQ W%W-K-IRP9*=3R#'Q^7.3?L)6,(MV9D>3(0#6/-^WT*C\ZV-LP MQP7$(EIF%V1(&7UILNO13G8Q38W.B*:4C^S%&
M;5:#H2GZH870O@(*AA!$/A(P2[(8 MQM($""9((CT2K0X>9PA,'=/I2((-3:"(:C8Y.(?)L *[D-1,8PV%U"^N'Y%D MH,I+WMHJI/S'3@_/+CA/)?J(.-N:\+'K'#8H'SQ;2B),D)^HVBRY#Q
BA20- M&/1(]&$OI@RE1O/[3!GX[LZ4C!$T=^U?]@SI?!/R:4^.;!&8L@/Y=W-29 N. M5A_RZ4Z&F@RO.WGO];>\6H@(I?(S'D#"?0^B.$#R7T$&T\#W$YP2'-/(J E$ M?_6)#44[4EP1
[\KH2(+>/5<^L?;^/RC#>H%',4XU4 M\_1Z!W8R#9;L;*X"C6@SUNI,\DCF*LAQR_SW574SR8,Q+JV9A@O[&337J\,9 M $?3 @[^?ELL<_J\0#%NNHM 1I /$?
(9S'SY'T($Y6&:^C051I[L!B> M'+AQ:KR&^0P3:_PU'>.94#7TFYOY+ZOCD21'0TS.7-4R"'[O_O^.?ZO!*VD- M_G#I<#N SN%,$VM69A]IFH 8MLB\5V*Y;]8'@CEI##\DRV*7YY(WS-
4P>XGNO=_'@A;;% M4-*9V8SE7>/E'2\?NGYX":&(QYA"2G$*44HRF+$X@FD4QFE(@M!+C7KNG"G24T!6/O*R?U4296GY4U0?UL1G S>M%F"8QB5D*TU2=+P>>#S.4I3 A"0D8
M]X0@V"R]ZSRQB=5Y0[KQ+_F&[A58<<,)UX. Z2FS*QC,U'E#]:J9]-0V!WV[ M ^+3 ! 625OC$CK+V!H@-7.ZUKC0Q[E:&O=8?]2[$^2<5PL/Q22B!$,N2 @1
M%AS*CW$(4RY_F4;RFXVX2:5(;VTCO36O#+E3MX#ECI[AA[<'@N:7UDXTPT^K MACSFG]%CSEU]-WLKS_NA/!;IZ,MXXA*+O9_ZMN:KKU+S-@D7OSX6JVMZG_.G
M)HYW([X\VH"<*9ZN_%, MJEV:)%[JB<"+M*ICW;$T^9'PAL=-^+X"BDO08U-5,?48!1M.P995@ZVKF^>D ML:F?'7W3DV@7P-L$#]P\ 8-HP^Q/PBX\,;$JF$4UG&(V&
9Q0VF^N(E39/8" M+6Y7MBX7?BA63>+_+2YORB_R)>:L:7.UJ4I>D#@C">41%%% (?+EUB[-,()9 MF(I4;NFH_&*9I22-TIS\*Z0XV%3J/.(2/#6]UBY*$-"!4O-,QBU IA^*!INN M4D?
2E^\3:#GH.M)M>U$XK2?6E=A=7?$HQ;GKBW4A.%%GK'WKQ9.GWGY3D\F[ M#@;O'QY5@$G:I3;Y6)VS-<=LEJ.G]!:?V#H<#DMJIE%NV%)?Y$/&K(=-:6(Y
M;#5F@=',AA@C"'YW>D)[,20NIDUI4GRI<5-F@ S,FS)T+)J@EQJ&N:KX(D8T"%DH]\WF(A/=G&5RG+-\:2^_2Y^BGGEZD6=C M9LJ.'\LEJ>13-OAS!*'SWGZ7\O5";?T?_FP978F-
=JU#8EEM M2D\N.-N>T;%+V\A4H%8^P$' M M?\:*S:MM,1$M*] MWAR[UAP.]UV7XN-J3V;-Q[S[M4OA.MK+7;S@S ,,/Q7=G*;C.4Z[?F"?B^52 M,JZN7S#&L><+ G&0$(@HQS
560B]F/@^EAM!C_BS#"@TY7QBT_IIKD(Y,V@BQ6>V0GN"'QD/S+HOHE4K#;^S.?;&4MWRN5]9WI?3 1!FBKF?@]G2O (MU4F2+D^)Y3[1 M2&51J
M7"'"A7%29GF^<0&'<%'0AO9@,TY)X@ M27=$3"OO\-R:L[F'(T+U_<.Q2\V5[OVJRN65=R5K^AOEO+HM"WK-BL>:LW=+ M_%57_487FOQTLJ$/-D?
O&RZ:=$7%"F=KY1IV'.DKY3A"X^KI%!PS137$!?RN MV'&DKMIB6RGN^.JSJ;"VH'UEUK_)PG_\3=KBM8KBTC\XNRWS)UQS%?#%J^?? M7MV^[GPOP4(:(H]"QM5\K30,8>9"-
+$]\*(QU&2>=KUY%HD)[8"0^@90)T M7(".#?#C#XJ3'S1W@P9 :KCGSN$QLP.:R-AX]'H0&?CYSJ&R\_XO?9G,M@9& M0@]N&/16FF\;8239WN;"[$[+[ >U;6\W[&_6I?
Q$MFURVXU|||>#3KIL05A" M. ]4GI= $$72;.)$_B<./9YP2D-"Q&+%OZHJ$;W8F3D36J]_UK[^?5;T/?Q= M'W3;,)H%M'H1MHG@>JDT@:%6Y XS :Q!2RL0>
MW8Z6X="EDXCHF9>+Y32S(!MR8$?O"F AP0+7RV7Q9Y/UJ3) 7Y>95'#&YG4=;JN\R=^(T1.I298!#E' M%YI8&QOZ8,L V'!@$^T+J&@+VH^H MZ-\T05>!;IM+8^*),)
([@AAG$'E1##/A<1A[/.8I"C//-TIQUJ Y^1=X\NX" M1K/9'"-BIO5C5? 3#&HSD'>.HOB7&-IF (%1@?P\ ]Q&)O3TTF>'9O.HU%K1 MY> C/^!)%"'(0@]#%$0^)")1EB;$J9]BC[-
LECH*:Q$FMED;+N#A^*[_\:]^ M[/W;\ RO[^4I:\9"ONMG]W*QE)Y;O&KVSXN,T#@( MT@"*./.@_&J%D+ L@S3Q(@_3@ :,F@7*]0A/'AS_Q&N *2WYID,=ZRA70/[\
M@,L_>*W"!M9#C#4!UOM$. 3-,@=A0Q^T#%R!/@L*OPT3[LROF=".3*8FT5G- MG!D0AZ;)\&Y'*>K7Z_J^*%4?XX471SB-.(:1*O=""0ZDFQMG,!11X). ">RC MB]+4=
[0F=DI/IJKC+76'Z>H]^/0LA"-0S,S"J;1UL",\8>;ZL7139:_W*+UL M!ONQR*-9["=NL53O):ZJ&_$WK!R:^J9L&AVT/<5HP@.41!G,PD3-?L<;J0OGWB[$N7\7EFG'VM[R^/SU.
MNSOR2],LQ4'@0^QC#!&1GX8L%!Z,HE#XB*4^2X3I[LZ.E1DV?RUC\J,@.3/? MX5DBK+\!G!XW\_UA!UG#E.JGU$20&K[ GY(QH%AJSF*;?_28F^ @]G*,'.XR M+1F9?1-
Z&6"G]J@7KFAGXE[A*I?.=)<8IC(Z54AUC^S<2UXV<7!B_YQ/6NYM(^(FZ(?(!)A+R$P\7P&4KZAH.VO*V?\=F,H]4O)AJ"9-A\.$3#S(B8 M .&T+8N&M%;E0T/KSE8XI"%JO+=
MB^%)"(J90"&DH4!YNS)I.G$A.!MBVM"\;<<= MN,)%;^MXF:1F9KU=_PIV!YE+^6*A>YT^\EX:_^UKO8M99YOM)(@U7P+,(HB")(?%8#(743S]C
MQ$\SP_Q4;=J3'UEN.5$E.%]+WB:OF!Y=ZF.H\T3(62FYGM,[-4G]5PZMP7@ M%\CO[.!1G_+,)XW&D!P?+9HO85M&WLP/OU7CP[N-/\IB%##$(0I)#%%$&$PC M*BU))@(D"
(Z)B,RJQ@])3!WQZ6:BW]K,1#^"0\\.7":D8<2G+]\D1=[G9'%6 MTWU$8.82[G,"'E=LG[W23M\^\5JE!-R6Q5/..'OU_&NEINJUE2W2&;VF4N6; M&JW7A3H/7,O?
=9-.BE6UJ0Q5J>II%E/YC4^8@ C3$&*11A#+'4N3Q4YCHQ,Z M-VQ-K-=;;@#>LF.FWH[0US,)\V-J9D94@G"3J;3A4%4S_ZB8!/GJ+V"']H[1 M*
[!C%>QXG:1DV2U\CBR7(Z9FM79N@3RTD(Y7M\V(:G;P7^XYKS^H-TM5+'_+ MJT4!UG?\_+N'J^V/2X?.94.W5WQFS1/ M[5GZ@M*,>R+*
(,TB(HV$(##U10:9'Q*&H@!%0K_S^+R\3VQW-B15S%#9<_,T MG)=XGL.6[#M_2H;&\?(F-T;1Q1&S%*6"9C$,8U] 1'P*,QIP& 5IYE/JXPQIA57MR,][/'-0Q=FQM#NV M,?AHF .M\?
F?%#[KLQL=Y&S2^\PA-/AT3@JEW=?/U4:5OG<)S,QF MHE_(S\3&J]UK=I;5 M7TO)]"(+@B"+4*+*TT*(4,9@&F0$$IQ%S(\#+R9&9WT3\#BQ#6TH7C0D;X+'
MHF=07QCLV:/NVP!JR_ANQI[ZC=.96A,B^YWT=C_%X3]5\_8!B%UW9Q\B96?* M;\N"K>DFL;,6RLQ,=60FR! ]*8 C:["_]JQZ?%*L0PT\?9%M;4>EE)&N2[GI[ 6^
MFM\O&),*0TD&4>0EJ@T+@YAY*211R'T2LC ,C<9W#5*;_("@:KYR+7'3JHTA ME/14SIGLAMNQ?-ETA/LK;G(GJZ9E7,/#U5Y06OW)95&&AK#.RC"&:,U<>*$A
M]G&IA_R(8MU]>NJY'BIFINKW=/J*Y3T'LQL MCN-'IV>D7NZ!F%DUQ2?8,7H%MJQ"4910,;O-%)?L@AV_S;S@;>[F%? #T#*M MVK.W;+LS@]/ Z!T1QT1XQ-
;;Y[;/9,!]@P"D3;V7O+J@I1;YA5H9$VF )^5PR#AF/# MQ'=G3U#/EK_$!D7,*41""(AQ0J!TIGV6LB#. M0JW)'_HD)S:LBH&FVZ-B ?S>TC0TC1JX:4;QG:)A&)0W \(\CJXMFZNP^#C!
M>:/[JE;7[._5;5E^>:*OJTTH5K/YW)G;IPXUJR-7=6#$ M_KYN)QI6:OJOW 1]X>63F@(\&!'2!F%8;1W);QB5UA+=8=!:0TJK%G/GUIRM MO=R(4/W6Y=7%"_;XZ1W\G?
5PH]QQKF70.*K+PJO,D'.H(MDTXU+KXLH*4)_Z9/_'5FF\;5J29'P8D MHS# U(,HRD*5W1S"@(0(^6&2^D0KE7"4TN2G2/W,_K*E_8M=*<0Q2B-*Z5)V
M,\7<[^_5D=5INF$(@%W9QT5 7%SAL0/$?1W'6(UK_K4HE#:TP=N%PNP98VV!'7]\T' 1AWT%W) M;A@TKN?$LZE51&TQ>&()@_$OK2'I#WWY <,
<]>S5EM/K>#JT[V^=60[C^UU;G M].U+@.>=+PQSMZ9^6GA'YKIZ!H>]^>569$J(;TM03H]>E:_N(E2C? M08V9*>HO77&FS>\_1_V9*?S.JM&,"=L?4-])6Q !IR(G*N@QABC"!
MJ4?36*#,YTPKZ_)PX;F.(14M\W/'1O214XT+!#(S;WJR6!TG]AF_Z 2Q66CV M0\,^^Z?."??^;EMH]O# 2Q4+NL6/O.R"SU%"L7S_?9AX3<5\PE4NLCHEC)D7 M"9]'$34K,#M!9?
(CP0U-\*B(FI:6G<)%S]6X6%K#0,%.T(;>!&6=@Q(YJQ<[ M16/F.K$!,8_KPX8NMDM7>[42L577.1R\]Q+WK*) MTYT#83Q&YT!^,[73$WV"2-V(I-8I:Z?6G#5E;4"HPY2UH4O-
5:^9&-KXH^U\ MOL_UZK=J&_TS5D7-Y296S78,:H\-\)G7ZW(%?JMZ,65]U=0%:5Q5)\#'3'7U MH)E =0TEMU)E71]SJ;:AT'U5-[W5S@=NCT/Y!RXWHQ]R3/)EOAV#7KU9\__B
MN+R3SX(O)*];TC7#K7.;L"BA'0<.+.O386WI'+K4]W5C?< M&(Y#U]Q\ @8 #L.>C6U#CLOF4CLJB.3%LUY.S69P'#4PJ.-J!-,H3J!/A< T8ID?!(M: MQ1+U"%U3!HQ,UY8-
[3=W2]"@]X,UEGI>YI0(F=DXK9:#F@B:I_5:PN J\=>4 M_+RIP9;@"'4/VZYC9GVJLEY\Q-_RA_5#]V%+!(N9]'T@Y81)QR>+(8X1@QZ+ M19;QC >15OG;T[(.,QG.+Q>K-HV%DQ-
JIS_@*+K8%JDWG'RX=3P;"-"YCP0.X+F-P3X PB$F<01WX( M?>0+QN/8(TR_C<0XO8GUY\.F,_ E46U=Z#2V#FX!,=-!11LHXJ?CUS9;"9WW M27]+X18E$J;?V<<,
(J!0G5^#_]G[R?/"(N\[J_P:0=^5YS?^Z>#G Z_J^*!OW M&C>'@5_D4V\> @B]*Z#>P";6_H;3[K=^\]OPW\!VC;RJUEU(OM@);KB>Z8"6 MP4>L>=#H[,$9GC!NG].7]CG]UO:]
[Q%W.=5%1TAG8UX&B94I#B&- X\:9=X"J5M$I!D+)2_3GB8 M&G7L&*0VO5EJ:(/EAJ!I"O\04GKJ[4Q^,^W>BOZGI LVA'LY22Y3^S4D=);B
M/T1KYE1_#;&/4_YU;C+//V[/>92A:$^&MJ5O;W(A+0F7$EE4!)BM.K$R=R>R M6VYZ9:A@QX]-R8 A>,-Z/RUN9D; %+()\I7MH+!*6S8D-5OVLAT$_21FRQ4L MW0/\F-?MT)-F4-6-
^'7U6!9/G-V6Q:/R\O?;[W?ATX:S5\_=-<\WI?S7WSFM MK[_EU2(1D1#8"R!A00"1'_HP%8)!$L6)[Y,8<6Z4]3P!CQ-;KXX2^%W1,FP7 M-L43T71>7A9GTPV-
%L3F_LUT(+CRBB;@<%Y?:CJ(CSRP"4E9'E936JQ7=76+ MGU48ZK4:%[BJ%U$6DQ0S!_,>A1 E-(0D35(H_,#/ B$"%!G-'#]-9F*SMR$* M'ENJAD?/IY'1LUV7RVMF?K:B=@2O0$?
2X6'QH$BNCH1/$YGWX'=0T*/CW>&K M+]+*?/7UMECF5)T3&_8<.[O Y.^@BGMNB$[3C&Q4-K<[9NIMZ<3/EL0H:;[,[C+4-UIW1DMYOE& FXZ==OP,]0S2RST9,R.VX;/!^'R&?
@O_+A/_1)!#&K^&:> T MK#$MGJ[R\-TR-V^V_23 'N743T/%O)M8YZ^T(UM48>G;%7NCVA)ZF*-8%5RI M'NH0I2R&*:($^BQ):>JE"*%0M[/8.2)3G\"T9#=C?YK2Y[?JX'6H1Z
^0L.& MSY7BU=K[5!UY5G.\GI&^/9WY= M,4E..76ZM.O1U369-RRZ6^FQ\E5.NR+=4U.339 M1V'88%C+9KBAL1/+*"?]2(P+\M%W:\V6BW[$?C\/_?B/%KT1>:'F VOW0FPO
MG_I0\.T-4&0,NAMV8@R_UY82&!ZWC3%OUI)PGUV[%H3=&O.U'-QG>J_%X,&? MS-_83\7JL]R>^AZ)_.NRO"L?5C5[M\1?==_ALPM,_%9+NE 1!HHR]/>:+JB, MZWR%M0-
FPT",:X$3#,ST0D]\\+OBPE&2S:B45NIT?M79%&Q4L+[*C5]LI81* MDWEQ_?2U:26H^B]A; M#K.?5^I9)0)87-KV^$
MJEG^D#]QUDY#;$Z@%USP%,4!A@GS$E6P)QV8D&'H,1X'7H)XX&GIJ#T+$^OO MAGC;4[]2[W;'%GBCXNJ[;0]W5A!'>[+C]6?=4)T5 M[W W=/Y"\ZU,$Y&BM72-
E\]J(L=OU>OB"U\V T*[XUGC2FF3-2?6NOWH9L=3 M,WH$/%4_-<%/O'H&&^XV)]+Z.R0C_;W3%-!9Z;&EJA-4#%M@X?5MLN(T&P; M,1OQ^ULSJ_LO.!CJ^HV9G@?-
T[%Z=P1B<,9-FV7&[].RERL?N> "/JB% L7(P[; 'I)[J.X3'3/G/ M3S;<49]XFN&QF%/.,.Q1>_G)A<>B:\TK/'&;N:/;GB8^?+TM.:O+AY51"N+) MFZ?^5+?'[/E#4P4O"?.ZR;HS23D\+?
2X)WRQO(:?Y+.B.DTO')3*RD4^O>)L MCO*@0'UW>?A"RU2F-:GX/]92*]\^R?^H@_HNZ24((HRI'T 2^5S-VR-0-=R$
MGN!Q&"I0<>^43[2.4H3:^".+F@(:^:\&**E]\5T@H&95EJ*;Y[R,R::J[R= MLW3F3;X9$_^GLILVTAV$3$^5W0%A&AH^@\$$^UX]&9TU MTQTD-G,W71W!C]OI:MUEI^>?
^)^])CYEL9+_I&WJ7=/2Y[G][^ZLPZ<\(CSE MD 6<082]#&88Q=#S,66,A%[*,Q/--V5@8EOPF5-)>OD,WK>=]OO-IO:8,[,- MQC#K68LIP3.,6O,_SV-UU3;J>@:_=_\_2:L:6S
<&1IC\K.:'EMP#HV1]3IV MYNDM+E>24'7+RR8/^$V^7-><+8+4#R(:$.A[B0]1$A-IA7P!21SQ1& 1(1PO MGGA)"ET[=(:2B<;TZ1DH3@V6156!1UZV4SZN
&MI@Q_7%=O]WG#@]CGH]"R+ M SC,#,B&H)HQW7;$N@(=47A@+$G HC22'H5$4Q1%F@UXE@>NO)6]+1/KJUF]75^48=V[0 HS[=KD=KHKG#O!
MMM6Y67^=V4[+3C#?/R,[]6?S)]AOY:ZY?GZOU 13%4HA MCRB%*,,88A%0R!(6A5F&5%6$;B/4(4(3*T9+&O1HJZ:@>'1.@!E8PTKD$@+# M7:RE]$:M475$LVJ/.KCP;"U2=
<3KMTG5NM[\\_.95S6NFT_;FX)7GXKZ,__' M.B_YIAC6N'Y"?\7)@]Q;1@"3G(!548.RY65;7JW_=3- :OSC-PU(9EKQTCS<;J1.HLG7F/GL;$/3IC&KW!3GGW
M!TXW8>ZJ/>9=Q#1(&%8YW1E+(.(I@B3V,8PYIYSXF :I4?SY/*G)XT@#0^KW MA\C_F*^ZWQB>+ W@J*?9;M Q4^VC2? MV>ZXR@\'#B&<
M4B].(A0QN47/4I@YH44XHCY-.."^-3()CCE;F(STA]/U/5&P2L&>FQNBH,9 MP'5O9I3MB"@7#TS/^+S88S"S5_TGL(/W:O1I%"NP91@T',\T'\HAFL['0[G@ M[86F0SF$]?
QP*)=$[$SW37W/2U767O)[OJKR)_Y^18L'_J&H)*%OV[&4PDO3 ME,?2"L<1EHY:', T$@%DB'N48490@DR,LB;=B;ND";N) TJ@U.0LY7MX655,
[O'WMDUB$G,8"8ARG$,4H@(23&&8L#?TT MC7U.M&;.F1"=VF';!BR5O[!A FRXT-$->SPU'2_'*!GZ4Y<#9.X<&4CLRN?1 M(3FO*V, PI&'8G*O13/2#Y\__Z_@MBS8FF[*=-
),>"SB,11AC-6P.P^2* RA M\+,@P\)#L:OEXIGI[YYDXT5)6B(:M.&\ M3%2['IMZ#].L<>9Y.0:[8IZX;;Z6E^=YWNMG.7"9RWD,BX"01/H,!/HI5<$A M2B'!+(!)G&*1>,)G?
GSY1(7)_06Y9_L?_YH&OO]OI)D\3?O-X?@W]6_3:,YI MO#2]@XM1,/0'3@W=WA77M3T_<'4/WHY X6B*@6L_X#21[V"2P-EO_?#5%E_W M=J[U%UX^Y52%,=K*919AF@4)3%+,
(")8?M]3AB 2)&0^3C!!0OO[?HK"U*&" MAB3XS"LNT;@'&^(&7\*3N&A\[B^5UG#3WPJZ(6?SR3\IJ,%'_U*![3[[!X([ M^O /R3+XZ3]YXWP?_R&^]S[_@Q=:6(]-=<.
[HOR(5VLAMQIK%?ML.C2+C$=9 M1#&,F4CD+@$AF'I40"*R) I\#_%4JVOU**6)K]-I3?P ZYPL'.'NWAL?].J&[G/SDR M4#I"#AJJP07F,U@Z,4IP^_Z6C#_88N*0]TSB*>ELS(]/1=V?
+;0=+?1724>=RMRL-I\+*U?$3"F,OI-C'R&>4FI@)2SXF-AZ*(%!/$[#\B5=U7JL* MJ4* Z@$OE^!!+DO736)=\;7$#X;YL+;8ZQF7&1 U,SG[$X*NFASZTZ.LKD # M?'N4JQ)8-
K>ZLT<7HN/(2MER,:OMNA"J0XMVZ7)V=NX#KZJBW"80-W7K:B[Y MC5 6MCFT3!$A' D..?4$1 '*E$D3,$:(^SS&5'J7)B9MG.34(=TU:7LZJ_ZH M9J9)
RX]*^06!,,3HH;V52]UO^LYH1A05GS#@CNSHB^N(PNB07!68Z$/P*%= M,+C3^Q/,A8O)? M*4TS&-,THB)F89HU:%;TI_:.-P790V599!;^/(/7CH9D0O0,W1A)#GSIX;3E#
(JBA(JW*W?EO1>*[VI8A"'U><='V$%S-%#" M06[=UN.W$;61E^%%RMB>R*$"1[ TZPK6=WM MI?VW6XINV1/>OJ@ 5"JF1*I(:MD:SW]!D"RBG4BD2B0:O\1,VZUNH@\L#*1
M2&1^^96_\F+#/PENN_/A/Y?KIYM-O2Z?>?7QSW9ZM6Q@$O]C#^3/1=5P"0NA3-0;Y8F; M>WXD@E-/Q*J4N"C-,H*R*,[S%&><1=&BX.OW56[:*+?C W!CUA^(T"KUJONA
MN26@+:/.'X)3A[:L3J]YO4!VXJ\K;-/ZVM?;S9[>.H:NG"U+3L>3[.NR%^)> MH!%+X:X)![.&OA>HZ#_,OF0ITV$6:QEOWU?EZY)Q]N/;+V+9V^*V4)=Y@I*$
M!U.G^@7S2GYJ&M7!W)/4FCIJ MW_=T]<,OG0:WO#C7XUHS&%P!58"UD17:A&<>5@%5R/&8"O *AGWKW07&KIEU M$619%(5>@G)?XE-[,C"B:8*B(!HE3 M>M%S!Q=*"
[/[W5WA7C^YQ?[Q\]+8ZA4_06'>OO#S(A[U@ ]\U" +]I7+7B]9 M'U5V_1#7!?NP*V-N>W<6-(O\-"?"(KTD13B3\%YIFJ$XCYB':1!P7VMH%8CJ
MQ&>_+1MRD$+5M8/(NNU^'3>HD0NF5(TTV12J@IX[.BT]E+NF&<&$T^-BM,?K M BT!$F=3:,LL?69':[!L&E3ZP9R:]F+S9=:@\NWEU\ /3S"OYRN7!:A,(C-^
M6M:4K.30CT4:>3G.7%D9BB/A6L5I*HOS&%'A8#V"J1OZH+(). L3^UGYY7)^ M6(NO&W>>Q3GV"0J7:*!4O4AI6E7!_*S>F)\M4PT(AV1+C?Z9:>K/H$[FF/]S MFH'O9Q+0H()
,X&&5S(LZMQAD@GGISK8G\J5>+[^^)^-H+V(LC!+>,Z1'P<9 MPFF($3@-49PXE-8D]U?]5#^9'17]]A0#?SQ?SMH^9S"08;/B
MGIN%WG55/53/Q9I]6I%'[>$+)Y^>^HPFNT4D5>3MS=26A:[">P[-MM05?]A* M[4@./"*-"NW\+CFP-31A4#RS 0FGEYQO&,*@2'N##X8_"3>RZ]7JFOWKH908
M'&WIAZ:!'3\YL7$)@HZ@N*G737NR"#3[R"'ZEG5"YG&KNDQ\@,R MJ/.2&1G3B>5F,Z3SHO2-:.!3AL?H#D[WQ[?MC_^SY)4\MK]]EH?VZS^7]2*- M:@N29BA-
HQCY2>1R$KAAY(&\Q2C%J;=O M2JO- >X<<,+]J,[TG()53<#\04<:50WM/J;_!&U%VI):<@;C]&;U ]KB'[H M_0?-K/_G;4O>KO'HOEPMZ=LBI#%/<//G;7%?\1>R9!_;X4?
MC=UUP10R?C-Y8\&2-*0^ M35$>NASA*!*G Y]B% M3SYG'.*/>HN"/R@UI?>?-&-&RAVUM]8X=;;-HF>@* M%)H4;MG,P6A\JD,4)S 78:AV/?
=CR,2LCNDR11TZK0M7,\138$SA[I.5O,N]+6[(RW(MH:'< MD.(PPTC0=A'V\E1X+#=!E+$HI"%)8PH:?'J&SM2GD2U51RH2"3.B#6$@&L(9 M+>DY& NR S.+.[$E1>D];D;$AF,9#
ME"[/@#)5YL0F&13W"(!CYN+W#A 0S M;\_$E*0L$<<&%!#9^>!&XBS!&4%>&M#8S=TDAQ7L#).;V&P_E\7C *K)Y<>+ MGN+,CQAFZK!RS-
```

```
B1GO98<2SBA$>+'K%W/UX<"ZYSQ#CQU 05>Q\V7);=//Q1 MBG.%1V)*.(I23L0NG>.(Q'Z*?#_!2>QZ;L1!P"*:=".3$3R0:0_WZJ_\L2FWI "5.CO23ULSA?) M C/8AHH)2,>>/("N
E.YS#H'1EX3K"7@%.N#9?][#\Q7VG^*S[WR_9,?,$02 MVP[MW4,HZ!5:R<([&5^<^><'\5--5#-!,\)WD<=Q%OB9B^+$SQ#V190@7(2'
M$D_\@B=YFL2@FT7[+$[L6_JSMO=Q'_H\-_?T98'HN8\X?<;;L=O0>9OV7Z]> M*/.^+PWF1,^^(_6*^G]OTI[K)U(R,#OG+*Q4>8MW!I@%/BZ[&7I.>O97@',+W6^KXLXBK M84-
+MJ V+N)E7O0-&VH[ N2PLJCI%*3GY^6Z\]O;$2M48OUNP6B!*+&@-:>, MA+9LJ-AGCQ%GQ\DDB+%&.K V\ =">^;A/P9J.1X$9++(I4=*-8,U.YS!^E58 M.;6D:][TY-:WX\E13'6X4L
>SDG?'/3<^+[O ^8W M1Z<_'[T@Z5V/?BEYO]J^N_90.4TMWQQZMG[2G(#5=SIS3J?T\Z?/"6G"&P-_ M*5BU>GMLKS#??O[W^E[0Y#=/Q>.]B)HTFP2'5YG8__XB\0A6;Q+MJV/
:2YG M'<6%<_,D'8!^X^"(3H8=J%UUP-R?IB:NG'LN%K!1.Z OK5&3XZ [G&CA8Z^0[ MS[Z1E1PL-9M5G!:A;P5G/F%^WB\+M1>J9KV[S;I>B_A-N+N%ZX5QEHCC" WC M!.'435
FCB<=G:4UL/ WE!@[FRODO]^^NY[R0=H37?SO8 M=:_X33I?KVL:]G5IZKY=[H $I0XZ_4+ES$, M7P'/1$-O7S^W8^&=PC,YXG5^:UZGHGOE]"C;3=N,B&SR'4)
M"J(D1MA/0Y3QS$4\RR.)'(#3G(!2*A8^E.8:UIR&-Z=A;NMWCM-3DL4K1\*D2^2^'9L6$QR6%&8K MB7$I._,F*BPI[R@986M=PYXC2C?/&]5SK2HY9!ZDXD^\J$5@T&!
(MP5QKN\S MG[B!\(ER>FN4$)0&XB<2)3G!Q*6I"ZIATJ8\L?/K\=$6L^QQH@E;?]%R]3S> M)"J#N;;KNYM;YWHMOI;9INF%6)?R*EIK+AJ\L0DJL*U6)VVZ\S8_0=5QU X%
M7@#F5>IJO?C*R>JC".36LCFR1__#%Z3H4F58OY!G?I??5W+VP?KM0RF13!.Z+.[PU9S1+& MB]0[[&+F4AK,V\#UI>UB; @\Y&W$^CU/(_ZV\S(7D9[%X=A03N=[K*QE> Z4
M"9,?#Z]W^E6&/[[M/M/>4JHHZ^Y%E1;VXJS;H@G,_LF7CT^"]>M77I%'_O%/ M7M%ES55*>9&%A*0IEQFO*$>8QSE* AXBSTM)SO/8]V"=GW,+,+'[:[D1@=8/
MFYHYXD4W.2U@6#7[:]4\CW['+\O\[GX/!G.O6#][\C<'V5:FJ_Y15D%G MM.?@3C*G%>M_IM=@Z)<_-_KRGZG=Z.4>G\/?BXX*-[:ANH<=N
MRVUVR.T67O&ZKC?/#>L2RD3F&"1ZM+?P1"%,7@+FX35J0O=6UJ. C_X0;BN-TXJ: I@PC<%V)7>7?_V]Y^1[:<' ]OC M_\K9OE4I@N5-9E(MV]Q.IF%T_HUC4H6?W"*FI6BV&?
SR[:=2;#&%(MA5,/-L MOQF$0!RN.4(IR%XG1"/!^E012Y/H_2, =E<'4)3UUT]O=O?W<> MMYPX1++R9HQ1HZU./?\[A9)@WO27;\Z.!>=ZV[H@F.@!V4R0O86*;LG%:9.=
MU6%!E7'H?L#/&\!8-%!V#6KTSZ38Y(2NU9W435FOMY#/"8W"+/=R"6B1BPC1 M]1&)W 1Q3CC!KIME3'_4IQ;)Z6^ %$[V4-.XUI5 )S%RV.
M9:N3/08IHBQ,$8XCP.4Q31&.2$IRTA*.$VT M'>9EO$SL23OFSD]+SC=-M>)JAZ,UAIYG_7UH^.#YM QSSEL%]W#(>JR=GR1L M[+DOU#7 I<^GEU2KEHP
I_'F,0^2K"G2B,\E'DL1R27<+*IBZ- "U+N'(&)MX66I-H, M6JJ@055G]3)>TW"IM##W;" HJ&!A2)H+BA%.+CM;H<&04/TB@L'/ :,ZOEQ\ M+-;"K*\9$^^S_B9K$^XJ0>)U*1@6"\
1HZFP-2).MCA*,I1FC*$LSWQ*&69Q MH(7H,T9HZCL,1=II:5\YBKH"CVGI:P8"8^H:B:@L*@%FC^;RZV_&FL(-M).) M)1KK%#_L#'-
TX7GV5TWQMING[N=-.SO$:G*W_;PL^*WXL5ZX">4Q8Q21$/L( M9Y'XB:+FI#^Z06S;T^Z'/RC]L8K9$!VYYPU([OUO%3M&1T:B1^NRBL[54 MCXG5;ZX>_:S9;G?
WHG#:BL=VVE"]A5#SN>NG(D1%<1A'" >IBY+4SY"7!!X+ M,$VR '25>Y;2Q#:ZI;N=4J:)4S"N(KW]SXK@P N6K?"6J\+UJ2_A..ZRYO1)DNRNBV$[U)W&O6# MH%"?
_J>V$XRXA+F4!XBE(4.8AQ%*2],P1V>H9'"$,X4V+ 5%5EF;-8Z:0JF'H=BA*,(XQ7&6AI@O7E13R;KM0U/H";97'*JH=?Q3)-FAPEKRJMID9_5\4&4<>B?P\S9*^7]Y
M$8(4Z];9+5B<1CB,&?+B.$8X(#[*",V%_Z \2%TO2YEG7JN_3VQB3[&M5^[5 MVF\.!IR7AH-+ZL /%#?L'&RK ^803E5NM[2[(-&B)BXI>3?7B+V:=EW-7%BO M?
EI46$'ZP1KO6'%^6IKADO(SS\!KQG]>%LOGS7/;EXPSS_6#))<('B'"OL=0 MYDLPO2#(([^G,2.N;K'XWLH3^ZN6EGY)^+[8PP[H(F%@WJ8E8[&A^BSS%]1\
M[Z\W6['W23'Z5=ZG/P"_BI?8N6T-W _$^M,;$QM C[>S1 M5MD'_=OT036,WYW;T@#,@@R%!]V!ZTAF=.,]N/!L]]LZXO5OL[4^/_,52YM: M^%7E%<2)8 N:4LI?]<8%?-
FH'2#VDISE*4?4327Z8A:A1!S^D9]F-,38#Z)< MJ\]V;L8G=B4-&^HDS+>85J4CTS4*UJH9*S)78ASZ4B=.?D_XJF9/<&]3V+TW M_K'WQN6O]R:>7#F-5-
]!!MOP/;QWEAK*]E\C$VWX,JQEFTWIF^U/^R@ZUZ]D MN9+ ]I_*ZAN1DQVKYT42Y"'>8HP$YL*]A-Y01^XB(:ARSV7IC$#X?J.DYQX
M3_B8Y\WL)^>9K)OIA#^L>%VKNS#@5J"A/STG;EB'"RY([9/^HN0M$6Z<"G#A&CE&61ICE;AB$+BCZA+,P]X'BHF0JEK M5KY TUK'3T[L.3I2P-
S5"0G',U:7"0>SZ8>*J%*S_A%-3U90JNJ\2$8)JA/+ MS9:6.B]*/QDU\"FXG=R_OJ@1[;K6T7U^8IL0YQWGM9;C$(3[?U:5BA^6-5V5
M]:8"V,A6NG'+,!$,9@^#,CF_*^J66I@.A3&RA.TBLWW_#]GN?^N/_LTPW4J? M.-NL^%U^?COZRB6ORU4S>4=1W774L<0GKN_E*,59(@Z[A*#,]5R4T@#3,$_\ MV(4-/[V0H8D-
\=OF6<2S;W+,U)8_1WQ_'<\9=0O,9[:< M[>EU&^KV@:?W^6O=A&.UZ=&VNFRE'2]E9]YTHB7E':4);:W[/M=3O73DX! I M/V09SUV&\L#S$7:C%"4AEPXV(6'L!;'/R(Q-
/C#N(7[B+]_' WRQ68I3$@4! MBKGO(AQ%+B(]R(4YR$5<0'V49:D*6(L3I+8]2/7!W6L#%*;^%2U SE:2>).):FC,D<; M\13]I.3V';4T?,#>[4X6B>^5\[70A:#O7@[HP1WT:DM$V\M-
)6N^# M_C0D]ED$J,&'C/$2Y9E%N) W4/;QU+-3UP)TB(&KMV9;/PP'.F; B(G[&AC/ M4%XJ/,PNM>6VF[D<$O(2J,3]!>>&23PIS@F(Q-.?>_>3>UMLF$91'%,:(-=W
MB=B!J8^2G$DL89^DD9_Z&0_>]8P.KT*T>1I_KV+1XQ>%H\ 7KXB@A$C$E"S) M$ G"$'DYBQ+B+3]??SAF8_0_^5"G2_ZQK<[[W8]B]>53M;
M^:RM.EG5O'A;T$I&R1]X\^=M<5,6JAO[G\OUT\VF7I?/O-JV-G[E*[*67%4R M>[]P.]S/="+<3!RUF9.)9NB:$70>W-H2U? MNPYL0)OQ91H?
=K_SZA'F9SNVG!\ZQO[FB&VMX\WY0S#G=-Q=]1N76PZ=EL79 M= UH^)Y-YV;MX-/K'M8T;D5=@RWEEU&8K^'JW8;U7;X*V+EFVX_L0[ MP\V3W+:E-
>V0PQQ2R_((V=0BHWB%*R;^?B^. I7S&R=5!UVCMO6ZZ^M2%BD. MT>)'^2$ M+:IZL=3-W-H';:/3*=PBYW]-E1GALMM2G0^A.X+U;*'U7WI6@81 M\]_+E?CVE
5O0_/6E%*/$C\,(A0SS!"F.4%IP@,4Y:D;^&[$:1AKA\*G:4SL MR;9$#;!SSBA%(U]]7%28^SB2J_9%A$-RS/8*AVYM'Y M8K!AWO>"JY&/PJ.F!H7QSXHV%2J:L=#^4U/?(^D5>8R)-
AYKF$L%4#5G)'D\U MA-XSR(PARY>8X1 M%@^C- H#A,. 1D$:)>+?03"?9PA-;#R*K-.CJYJ-05.21U6EEY*WH0"8G9G) M#L?J'!',%C;G.3+S8G&."'N$O3GV>3.S_4@J>858W_-
*Y:IW_0TQ87X8BL"7 M$DH1#@*&"(TH\B*6!4&0>(D'LMNSE"8VW"]\[7PN:]7UU-S]P*SUO(;TS-6* MW#![[4CN1+8\HTI;-DLF>Y[.K#8[*NZAT8X_8-I6_&%3-8<34$MQ]]3$)M>_
M<.U(0KN*MP*.AYOFLL',ZE0W\:AX!HW$AY)!4?7W?G=S_P/*JZS4-DHKDPOZ)/6_LB=F M.@#G(E\\QN$]!C0SG.?(\SR,L)"/U_T^ UP]?YWJ6V MUN7Z:Y3H3O4ZYYO#9LK@%-
"Y,IV\+#;EIOZEJ#A9+?^7,YDJO2_KI63V,Z]K MR;KG_RP^^50O4@^[(F /D4=\B;7K>HBD;H82-V(U'A\K M_B@]W Y'\\K9;%ES9 BF&FIEMOFE9?)*;+=EM5:XG#9A>\'O3F_??+\W
MO\ MM- Z=^PZ.W[;RX#MZ_GC2!U[3:JEV&5DX5XI07YP$Y;TR MCF(O3^, <4].RN,A1<3E,K M>=C#SJH\F#.%Z@TT%\N*S!?,T;J,_FQSMZRHJ3^GR\Z"!G"NG%<_5>7FY;:N M-
\*&/Q6[&W-=A-?S2TSL021E1Y%V6MI7SJ>R7!Y@"'! M+1J]86HS%_%IB7Y5TI,Z_O\J84"AP?GU]A8O/[61P@JF6[@ZA.S1,U;$"8/;:DNOBW\^C*"_@37-0($M[YFD:LVZ9@V(>[IC#
M'S9HK5RM;@NV?%VR#5G5,+")4\].?4^X6CD]FH ^RU-RCF^$EXH(,ZD#Z2Q# M+0S)8M9]>6K!^7HP!\39Z\0<^IP!M,$UI=6&LQOQ[TM*5EWH^I777"ST)/[^ M@;_R5?
DBW?]-6:_KFW9N8Q1%F&&7(>SA=IINPMP 922(DYQPS#-]] -C-J:V MT(8OA[:,]4Z35=0R1X 6<#\%0Q;_'R*!?J%5]<=3\[U]J#:L:5^ MU6/,49Q=.3 [#"+DLW 'R94-
@PMXF(=#0)*F*\^'^;$Q1K8@Z6X M?#6SX\^/FZ6]76]#CBA@$ MO2,&.]4<:$#O.&,N%\RY=G0F:(TZ+8*ED\O!XK,>64X+=GA6.?,IDVOO$G8R MV3XP]97VQSO(S76I?
>XP$@#VO1>\6SY@'#%M>,U__3URS=>O2XI[\Z?+,,D%=LR\CG)$29)AM+ CV7G38Z]@.>I2[4/!"=) M3/W]?_CU'Y*H"(!6@I&R:ILD'BL.2%?/
M8M6BYEV4Z=$\]$B$O)S[(LHD!)$D"1&A 2$XHD'DZH..#U&:.IT@OG&*MM,2 M=UKJD!/MD*)T,@*6Q <>^L]);N)P!E4 .;=;4H7AT1S\90">N#6D&SY4#RTP MX[E90X[]H['.
Z9P.K<%DT70,#2=]J&)O8LD 07/Z<09#^*-)8$YBA/7Y%>] M:P1G4$@#")T#@2Y T.E6FAE YT" 8_R'VIOTWHT)S.I/2;VOY/2?2M& !N7 MIAXU=G'[VH&9J8YB3+9V30T!-GG[FC+;
[B_Z*L%V?IC(@S& YE+S10,PV?;B M N"CIL!&9*U6O9#5;ONX1RUZA ;JSP4Z'?::DVD*YC>M*,D &@D@M#64)!V:,P,F =1P
MC)T$>=C,>=R0E^6:K%0]U%VV6CZJ+::^+:B\NV,+RGC 8NZA(, ^PFZ4H"P* M$L3"*,Y"%C*7@I!V1^A-?5XI"T1)_>14G):/A>J$EF91\#^_%% MD-T#TJ>\--
@Q#V)%U3*>I'X@3#Q#7IJZ".=!_'XI$0+5O'8CJ'P='>I9OF7- *W?5"E@)P 0TY(CT*$X MJS, J.#0(4 >-6W.D]U#VZCCQV8N]+/6)Q$:.2A#.,( M!;+EC^2<^AP44LS#]L2NJ>.G[7-
7J!N4G(7IF3LOYWP1QYVQ-O_M$A\DCRP MN\V._O5\]^Q.!;IF'8R]'I>.8K,/M2<9O7(RQ:J(?/^TY]*MJLZ2Q[;#TZP. MV:H:#_VMW<6-X^V#
(=JJH/Y+V9SQ190OCV'UP@L#EX=9C'(O\A$.0X8R3SA, M+X^3,,49P;&_*!3\)WL QS\T+'P-PETW>AJQT9S7+>(# H4W%Y0J45U[J@0HHH381WH M<>-L'N6Q%&
@U@-3G$9Z+P^*;<3QW$=[X[\ICB\F^Y:Y@YI MAKYOI #MU!4)_],(XKQ(AL'IQ0E?JG9B\OMX53"_V;%]Y71,J[M/Q?;5Z9D# M^[5?+;?
ME('M%%^+%R*S:-9>%G5"7N?.OTZO]A.9VQF(&A39?> YEY=)6R", M]M))!KH#;9V[W6L1!=3-<]='+ NXG)R5H]1/?)3@F,2N%WA^KM^!_KY%0\]Y[5.OV+Q_$)EFOEQ(O[)-"#?
M:OI&53-D\B%=9RPJIZURX]D_+ MJA:\/#_+P(VL9(9GP1D/,8T55IHK]JHD0EG")(8,$\2)+S8O??@8R\Q-O',U M[#A5Q\^5L^XX\=79;;CV7X;L.UM(G4-
M;G:V:EK)>XD'>!8+!KC66FCBR:SAP M% OR;NAA^:RF7O_\Y?[6Z16+B U,L@4_-30TK!CF4!!,$^BJQOG=\618QT: M&R"]&8"HQOKSX8GJ"
[L'+PIXS&RW5#=NU2=WQNZP++1,SK2BQPNEQQF MUP9"@S?[89DL;>IGB,RZ>0\+>KA)CWS:(,MS?$,NPNL;&6OOC:#Y^*>\"^&+ ME'MAD,<^RDF>
(DS#!"5!%"&&>9+&86W*E/:3G[?!<_;) ,C M),*93Q G489P&,4HQ5&"O C+>N\@S6-85?<8Q:D/5HK^/X %VJ-JTHNHK H/
M/#0ITE>.).XHZKVCTB1Y%6UA;95"C]*;M\Q95_RC$F;M!^$YDD]RS>M:#MZM M?JL^%NPN__B?]=OU'^*L]E-5K-EMH?ZE_K1BO];KXO&F+%C]H1(_O%;LMPH& M-VR'VN2E?
\NRRJG0^;JOG-*Y?W[W(-_12.I9RJK)_'LKRR69CVE:N>%7E)]=:F<*(D M\YA'$D1I&(BX+*$HS5..O(R*: U'L4M 8^*.24SL=UN"ZNK\S3"]=4(O>H'8 M9=+"O%0GJ+S7$J%\U9-[R:?
(<9T7SE*D=8+ K*'5>0$/8ZF!3YKB*M6R,DK^ M(3>85[*2Z;(3P=HBB(F/.<\1[21R[24+#%(:PI$EY8KM5 M&0.^XP *J:2K/SU#GD0K,/M6"I'&K7[H<7'FL&43?
0DHO#4<)EVZ,R,R =5Q MC,T$7< @,?[CLGSDQ3D$R38VIRP.&,D2Y#%9?T\Y1R3U7)2G'F>I'Y 41]HU MC3H4)W8:#0O.6>120-
I62W\:B6[;6H$YC3&%F"#>:FD&D,:VK2&SY+7Q5P>6 MI88(.YB;UEIHOHPT1*Z]/#3H08-JG^=WJS5S%I1B\>0"Y6#V,XRABDZ=9DR7 IYK^'+Q6;S]U?V3V#R^;%2@&4B\
MQRP3IY?(#\5_F(M(X">(4TH\+PP]-]2:YWIJ\8D]BR+G*'I.0U S"C^EAY&C MR(72P1P!0##]Z'E @H%-73S6&*SX86>G)Q>;)U@>$&,;%P]]YJ(0^$NY_HVO
M/W#Q97U>%A)I"5]QKK'6>X?+@C%'<.;L6#,*G<_K"A106U&3Y3#[6$.6=V*H M#BZ-RL\3>(]8?53<,Q'\^'.&%>Q=15=;S%4O2$K#),PD!EQ$$69QA CS8L1< MQL6O7,P2;
[$N)8"\5AAZ1 'D [9TM+_A#_*17EUK6]$*#,N/]:(7=%\D+HGQ/#5GGZT?KS5J:?$^^H*/WL!PT'*IV$X.DEM7Y\VWVD19!2 MY2/;&X#KNMX\-_@\7Y?UOS]5G-\6PBOP>OU5N/6?
R9_+Y\WS@H:<9&Z2(TZ( M'#)+.2)1Z")AV(P&49KD(:@%92[&I[[Q%Y11+D@[RY:V(]XOOW*>&_+ 44YS MO4T]W_,]OB.82^OCI^TG_WK7$MG;:9PU*?6=/FBM'RN-(@9Q.
(N>K>O,_MC[QY^'RJF5^#K1%7<[$]][Y2LF5_&T:"MN>E;PPON=KX6EV=;9AYX2$@B:&F3 Q=?*J(^KD9>501=99";K0LZN1@O4VIMV'(D M7_:\T25:L>27C%B8U4-
=HJ1#7W716@8%K"E8_!Q%[ ML'Y.:Z'YZN<@A%\>WO-2)=N!!70'CTT<5=U_O'.:*X&+ZN8.91V_ MY[M 3)A+,I,0=%]W1A:CJ[G#M6:[A3LC1/_"[=Q'+$]"ED-5VUZQC/M!3,,(
M,>;EXEP3Y2A-28@2SG%(@X3'L9U)R#N:DU>NG!WZ:]1@IZ-%O<.+9=W K/0" MM=B;AGPLZ-33D'L4OX]HR,K)OZ=$G69<[QZE]YRQ>TKDD<&X)Q^9^9]_G;PC,1\X
MD[[GSQ=.Y8&]E+^ZVZSK-5%S8?])EX]/\C.OO"*/O!LC=5\M*5\(!Q*F0YW4&-@];6]=^6!'6'^&O4(5E^2S=68>(C7O85E#Z*-3
MLLXSAKVF.Q!H"851%K(&@1=TR>L=_L6NY2)U&<><$13F/D,X"0.4T8 C-\>< M>#YG/H&AW(#(3UV4U(,B5P O?7: G:8PM>KY@^F4!?,0@WK:@QF=IJW42 VV
M.DIAQ.=M)C52S%$?J=DJYNZG+)17ZZ!PLMC//<(1R9B'<$PH(B3-$6?4"]TL M8S@!!1%'%&9P(N+HHPC"?<:^+O3=@K&$<,OOA+.(@CDJB47CW5]_=OL\*=XI M$SS]0?C%\
<^<*#!AF;O5O#3N/3*QL;24-$M\#\49OQ70]*NF $M.;/4M M)T['BL,V:O9=RXT"/M_QX LSPV@%TY@-E MAPN_A[QN\+CAC7&71..L0?>_Y]6R9(U/^L+_4/]4+WR:)3A/1=#
)3A#CC$B M(QJD9VZ4*3+Y0HSH,UI3L40*I$CX@J4;PHF]L\_B+R0 MD*AA!5?U%/NY. M8*/YA,44.DQN6W>(>D3GO>L#*>+H3@[V]!2]>$VB;5-NZE^*BI.5C(ID*\U] MV4Q,]OR?
Q2>>ZKM*5C?RJH&CNLN[?Z\7PBF1!-,<93R.$4X)15D2Q(C&PHNY M:1"&&%2),C&_$SNZAI[T4_4.Y_")K]1,F,V694?.=U_&( M) *0S7[ RU^RGCO\CEX=S(]J=1GN^'=V
J@V0Z=C\10MBHT\AQY>R^ M%%M9YNI,M*;T69H8+^?V.^IWM*9Z6&ND/;)P>,Z/@O3Z[>,SKQZ%<_NI*O]8 M/\ER$U*\+;
(LP'X:)LCW,A]AQD*4^2*N3=P@=;W4QQ'3JGH>H3.Q?V\H.QUI MIZ'MM,3U 3R'-#7L;"W*#W.2AJ*#(#XU!#-"^QQ:=S;@3PWA^AB@.A\WG,>Z
MG0]=/Y37K)DY1U;W9,ENBQ8)HA>;[A<1<8\0UY-H,(&')>2W3&^S%+$@C7GN MIZ[O@]J9+F%FGDO5^N*JK(L4KA=[S:5&F,_H<26383N^',F8C(E;UJZ<_EGV
M:K+B+QMJLC5)]A)6YATR:T%I1_-G;:QI&J'<"+(56=T6C/_Y?_C;PO<"@H,@ M1'D8I0CG'DT-F?W"+I#,EG9U/9JS;M\@-1SNT["'X??H M7\KB)T&GK<[YP&M:+57'"7@XP?
A*4^=^RP+]='U]]W2E63T>]._&-10R;/'V M=0$S]2$U3#!H0%]4HSMOC>5GN^K6%[5_PPUXR@ W[=OF^9E4;W>YC,SES96\ MQFH;1X33^,J7S]E&F%
(3ZY[S"5(>88C%/J8(YPRBA)&.:)Q&.;,CW., MB?;\T0L8F=@OM)PY=[DZS3HM<\ZVY4FPY^SS!T 6N^0%C,3W,ZH5YF(,-"H\ MCQH_IN-_["H9@.HVD[+-P-YL?HUAJ&\6U#
((!G?)^O-AQ%G0PAYTG(WUC.*] M>UY^X>7UZZ/"X*+K#5FMWF3B!U K.;+,#)&>Q&3[(O[?X0#L0Q"T[#1I3FAY MY)B.M.(_6^J!!W_V-_,-!'5D-HT"!]>>,P34$?(@_M-ZY#L8=]-
A"_Q:KL0R M$LI2S3\0QTXY(B5DA.$0!\AS8]GHG\4H\5,749;E@1_B*/9 C17SL3ZQ.]K1 MO'*>&XKO..5F^"7J9:N^SU<##%*GFW2SQ:C9B=2-NAEY_>\[ZD;K3;PWY R<
M\;\&O(SQ"YETX(T>!V9[4Q\<^:L$I[G+?ZFY@N1<^"Q)PI0$**(11CBA*()%_[;0@*#<8K%<.R85R1?PISKZ;%5$07L]EM5[^+QE,T((]IH;\EES< M$*59?9*&R(=.1.>1"_IL9'VU,"4)
[+I^^U*N^2G\$Q=SZB>$(Q;D"<)IE* L MBUP41#GQXL"+_,P'M]KH4)ZG;LD #$)?=YIQW!0:@7F&ANQ$H#!@^6SVPFC1 MG;\=!J*.DQTQH 4,!]++4.3A^?%_RC]^+EZ6-T7-*H-
1Z(.K3&S@BKCSL'Q6 MD)2"!>?G+_>WLD.A7@HE@$:>#VMC/-5D3Q$PNQ[5P11#S;5D-1MG/KST?(/, MM43<&V&N]X399MXX 7G.* MQC&B' 41!R.. ,X1Q2,3&'28HS5(?Y3[E>
<*3 MD*:@ 94GJ4Q=L]?L2UNBAK,33BM(;W>^6&RCG1@@,7@_'I3(TMY[FL:L^^R@ MF(=[ZO"';4#@W)/JKE(@ZTP=[^]YI1( BSC(4C!#+G+-%WA,X94\0PA,
[HTY>DZI:R^+A>5ZHZ08&ML3S( M291'* C] .&(^BCUT@BE49Z&;N+Y 0>5!Y^A,TN*;JDJUCNR1B-2SJD)DIF[ M2'B3K!Q,;L-\VUFIK.;:CJF\0Y[MK*BGJ6L\=S*!
F+MH&+KJ#9CO M!HLJI7YIE7JS4ZID3>(J=,S9\RH7*L>2US'E8E:O=*&J#KW6IO2XI;["W) [@ M8Z%64<>;!4M8R),H1F[,&,)N@%&69N(GDA+JN1D+8--;IV9X8@^CSH!(\2:#
MFRUS$^ A7/+6] *@[^E= 'W<_>W-U>G*L5T9SI6<1EFIT"DOJZ9HO\?BS* * M%O0X)_#")>Q^?^_,%I1O!.!@@ZXIR,.W)[Y:=9A*/J5<>.H 13%WQ>$SYRCC
M7H;RF'!&XMA+7;U6LY/+3WU5U* >*(JF4%-[VAAVCY?+"+P7@HAG .AP2HH+ MT!SVEIL9RN&4*,>HD=BT,:25_P=D'_E)QNE0VW;:#+WB"(S_M+B+8XPASG*",Y0ER:4;<-
,Y$P*25Y#&D/_7Y:D?<83WJCOB?*K^4I2O.\OFE M*E_;ML-EX51\U7QJ73K?/M^TV0P)\KDL ,&3Z2L9,?;I%6TI"=17?I^C#D!B M6BT"NCBGU:99\Z9]K<):.,UU,MBY:;#L?
V;YC+O]6E>L(QIZ"3'IE8*K M/1:NFKMI1YV:%"..Y 0:\.(Q0PA)/UO901&B> M(2_+4C=E8>YRZ,1$+<*35_?TV%#HWN!QBGKZTTM13:$5F!_85TC#PI73D'=^
M;_^<:N(J2'9[XQKUR,X]Q1&DC!/#'6'/PZ_1'BIV756W!7M8KE=<]\YL_ZF) MK5O1T+\).Y!H_-K+7!B843Y41(V/.,CVLN7KDFW(RAF6$W2_=5HDH\NL@Z5F
MN[DZ+4+_FNK,)TP;T,2.+%^) DU99.+,$H99AGB0883C@*"4>ID%UQLLBQ&],P39!/HP!AXH&I/4^C17-[8.O,F[S2E.LK6 MZ3X'\X=UM5ZH3*PKA[@
MB6%8,U.!3("DMG7(T",Z[^$#I(BC0PGL:1,L[*>R6LNRI)I)]6^N]OO=G+YV M6H/G)SA)&4=[RT)M] M"L%8UM">QAG%LDZ #D(2;[I2=N1[DT7'AUR8Z06",6U7/X98TDI/Y[\V?
[>% M'*TO[#!"M,8Z,R)!ZTNUC_@,>,Y>KJ8;,'K7 /X]E!__7/."+3P>!,QS8Q3Y M$L0CXK(ST/41#R).N9?S*-(;N@6G_8X9G&(["[AL>))585QQ=7G>XIR]S5,[
M%A1H+\O3SE&^RYV6'>>A=#Y.K+O+TS\6=&@_$V2B2RMYH1%MF*2(SBWY[MFB M$5EU$D=C2Y@=;[_P=7,'+ L3$:\S)Q#YM"]?$%ZW>K-4M(#%IGNRCX1Z%T@$3'?
K"0.J$#W%N5$IZ-Y"L]5\GF*_7]QY M\M\-,5J6))-@ZN)<=[.IY*WQ;@./RS(D@2%&%.$F<>%F=_,I;X7NU[JIVD, M*DD!+>INQ'=F!!Z0=S2NGT\$4V^BX<+9 3LX3FA?'
M9%3@(ZB2\2?,[/SU!"DQ0QPCB..(]] M#H)6'*4XL36W]+4:U U5IF?35A4!,^U.!Y-656O+9\FZQ^G-:N3:XA_:NOZ# M\,KIVP:S^J%BW7W4?572+^7ZFI4O:PY')]=>
<&*K;OEPNGKE[4VIG ,N6>)L M(QY7T%XM:_K5V?I:&[;\R10&LWX#74T 9P16A%$EN#Z5V8K$P8+WZ\?A#QO" MI'83E&Z+E\VZ_BQ\TLKK[@"S+&$N8R(BR#*$.?
-1QC.&@BC(:4A9DH6@\7@# MM":_/Q&D' \(C3J@&KV=WY+ ,*O?C7B3#1R2KH0[5/*/7Q;#L5+'1;2%ESI M:5[,U'&1CW!3-1XQL]^?R+*06;&[XL.R?BEK%4?TM)RP)14C\Y
MCX(91[XFARU?>;U>KB4N7YD[]3-9K9QG089N%+1Z^5B19V"YV8B"]1R!!7T9 M^0))MTNAEX73(R[UTY"WYPOTI+3D#D:(S>H1] 0_= J:3QG"&*I5VAS"(N9^
MG@@C'1.SDKN>*[9Q0'*<>"3A=K,LU6>G9_][JH+U[2T/[._P@'W%H MFY MWN4W8K/YM"K_J+=B.C1LP3Q":. MD'>MBQ+\6FZKBKI.'ABN-ST3M*4-F$5>H
CSILX!"6VW>)XB]3X-GP-"GVW_M"IFYG'S=]VX85[192TOI)O*FD7 7,ZIW&8WSZF7FMCVD<)PB&,'=%AIKJC.76MP9ALUHH,SA*:N;I@3.#CLH+1)RPA=W?%2F\/Y8]T>+
(YCR];F".X/S$M8ZA*]D7]"-W)%-7CF++D7PYDK%I=7DA MY+8]G5J&W+Y0MY<#;^MI!@R\/;+L^P)OZ\D\"KRMN^7]M5RM/I657'61 ML)C%&4]11@A'.
(]"$>#)&2J(7DL>;^3)&9U04-"'OJ!P<^:&>,O1<6I?(#]4@B. MMP,/Q4M_$M[D+ELM'Y6W^9&(MT_YMR?.U]?/,KVX"'.7QC$GB& 13F,W3%"2 MB4@ZB:*<>3&-8JJ%^F6!EXE-
NQEN5K2CVNEN5/M&<%FK9*L(312TA?/2^%]@ M?=@E[T'.\RD79@3V3'E["E=&PY.[[L.18+JK#D?R[A9%8W94%EA][,QI*& M*8E-5O/_;(25?GR5>.YB%;7-QB3)$P^[R/5=C'
4)"B-?8QRS/R,!5DN_@V4 M&CA-9^HRNBU51Y%U)%VC6.2IZ$+Y9'"7&>2-+41W'B1WX4$^IF MH*,$E(&)S5M\51(@(@14@WKV/:5>[%_XK$LGZRXE+%Y'7*H,6V@34/+S8E 8
```

```
M*N<(F<)T'3/\Y%4A2!3W_-*I5> M>/G'I_.#CJ*SGV7>)\D(3HFF*7O]%DR MLWYWQX0]_(Z.?MZ@\.&^XI_$29.S?Q*9\UMWO=$8)UGB,N0EF8MP0!A*J1\C
M'ODTYCY/0Z(_(N@TC8GW,D$4-52=EBS@\OV,5C2*%2Z7%6:7QV*:0&:?^Q;H M%Q1<+K=9T0#@-^A"7>R MYH)PDMWKI BV]JS]Q>?=J4X*=K0_G?Z4:3'MFBP+SKI-[YH*][!9-
1/<\R5= MKA>)2TD2$X)2DE&$_1BCS,TPHCR-@LR-(Z97!Z]/P7ZV9N^]=E_>^;BK/E6O[T:5F0@B[)]G\#G>?]?*[\6'N-09+$#4,_1&Z6 MYR*
)$B]9>BT8\_1[*AKFK/0X=2?'*:9AL_[+ELU^4=.7(]]/RZBAFVX\W_+[' MZP"$^^_Q6LP."#._'M@AP[8.!X\EUHC-=Y"QK9^]HX_UQ0TAKGC!*[*Z+M@U M>UX6RUIQ],H__BG+L?
C"2UGFYD1.*XTYPMC'*/5RCJ($NWG,$QQC4%'Q"+V) M=Z66NL)H)'OT@;A5(UK3"W,MZ@*V:?35L$_::6E;Q*W2$](6<-4(M7F1J_1$
M/X*NTGS,L$BQ>B3%\G^5VQ$^J"Y72]9471;L7GQGNBWN+M^ZH2U R YD)F6^ M2W!,$:$YED/<$T18EB*/,1+[F&0)(Z"J1AM<31W2]G@4NWB?RQ;T=<>G#&]W
M6_N.56/('SNO3<\OS?XR8-YKKO< +^NT]3=;=:!6>)]W<-2F&H\J3:TN#L<. M?ZC8=57MYCA>/SZJF3O7SVM=M/"!);:.$#X^5@I2=#TCR8;]D46B8 MI^FPO7L-"5?]\;
G]&'MA*8IM!&>]]"ZLR%X:PC7Q^S6^3C<'#_^9_UV_4?% MZFOVKVXZKZ89GGAT8O-K[XY4 XSX\K%_;>HUH"+[G+SCQG>AJ$8W9,=26@38 M'A'*R*A.K3>;,0T(TS>BH8\9'B?
V:I8.FJT^M"T$7X6+O.>5S'.(_FY$BSB"4I(GY $?:HC[+ (RCW/9QAXKNAKX6E,T)G M8L_30'GG&P70+_-&SYOGBSJWSJG+Q)D8*>%"G[&E.957.!)J$N/?47E'&S\2
M==B4CS]N//A:0A+?5^7KDG'VX]LO-6>W17LT+QZOZ7KYJHX#"R^/TI SBD0< M$2*<1E3$%3Q&,9[KZ03+B+(N_.5M>G.MQK9D,L@8JP-[D:EW" MSPA8$1EFVXJD7VDV6.>3
O1QG$]_&X2'XNUB)*_\D=U MRU^LOY!GODA=GE"&?41#"1D4"?-(?9Z(GT+BN:$<@>'I6L8I E.GJ15)9T?3 MD43U#>6D3L;MY5))@5EJF) @\QF2Q,B*3BXXFS$-
B=.WJ<'/63T_;@^KN_CQ MIA34BXWX7?N/9;$KF_"#V$MC[*+,HW*KRG)$_-1%),PCXN=AFN@9I%VV9LMD M6SYB0K5_T?%S0IU:/9KNM+UC5!6WM*PZ.UXGJ5VQJ[YI#
[90IKZ'0Z^A(C4/ MQ*:K&QR6V;\>RB]E<<_++[R4](V?"O"\^\%%I@[?MQ?*$CE#SKF]_WCG?!'_MWX-\_526ZZ)< ^I;AC6C<:2VI11@__3QP0S[+4$-SMT#ZX\W\%;1\"]P[?6 M
Z8S-\4:UR\O%:?+MO?@\6E=?[O^^DV__D5[L8F-6=%W^@PX#0?.#X('\%B\ M4=7HA2)6M0*SYC&%3#"D7EM::\,VQ^C-/'%34_SCL9NZ#YH9^@>>K7N9NZY M\5-9?
2,KWH8'Y::6:(5DM?Q?SN2\[/MV5+9$)))PRI[_L_CD4]W,E+O+NW^O M%Q[-:.;Y&0IHF+>WYG[*48(C'G$_3F,WAOB2B?F=V!,U]&2Y>;U+2S_QE8SN
MG>I7*F2TI7@W>GFDHM(OWXJJS42A)]A/FOJMZSG\;ZC=P?SEY+QWD7" MU:Z0%^5EA23WVU.8X-_9">!("9R.Q2M'"M&@_'N^T\C1#?N4WXJM+/8<[TQ*
MM^2VI^9V5J<_D^H/MXRYR)IN.+N]3/R\XFU;Q?6S<&UMR\6"10&/68:1&\A= M@^4>(GGHHRB/8A['@;S]@>T:XT0G=OU]%IK.TAYMJ#?74*&N2[:K&*A?W5&_M$-]>:VY-
V2,_LE?24<.Q? LV8>XK:@E>JB(2L)]E\6"DBP MOEZOJV6V64M?]E#>D-6J'>(AJ+? 8/7"=[THS)EP%UC6=V61AQ+.&6(!XS(>_7_(2]%S/3*J% M>:0>4T[#50,D6CM]OF0.[,-
RM6EZX?.3B4#U9\>/3^RF^O/QZMUH/,D"L ;MA.0:Z?++ MA08FRE7]V8O.S@MU5'(V\%&SF*.I%>6J+%UEV.[R M7VI^7==JY,8NJLZR-$K3-
$)>E&*$/3="J<;6IJI(+YW.G'RLFIKR7G3*P*+)725JQYGH$LW /'9LMZT":EK=?]4 MERMF?D !*5?S1FXBE0$OYP074E>*CWYRN#V(-,S("X,>.Q8OZ@R48.O.#D)Z MWNL[
Z429K&$8S711T6WQLEG7G_DK7_GMY30/(]=C08I($LO4*@U0E@XF(%+;=AQ:M-_'E4#4QA+[N,M-][SOJ,DH6],N"EYMZU:)#B5AY MKT9UQYGSN^3-4P'QIRU\WS
M,VF,X:9<">[*#EB^8098;*"E1[UMTKIV8&YBG[S43\N \[MBP;%:M&XDM*V: M RV:\Q8=0-1P5'4 >OB"DO?F+/YA4RV+QWM>+4NF]MLO__U+_4"1SA+>)BB MT,?
E3OFAD\V]H$INZ4UMH$7<. TW!PU1W>!1?-!RP6 M!8"DMEE?/TIS_AI[736^+#C-Y4I3&R:DJ;$/&\;Y](FSC;R+^_C\LBK?./_&]]>E')E%*OXC
MJ3GKYXNN5^K5M<<.6CX6LF.BB0YN9-B[.P33W(_C5&SD&?8RA%T>HXQ'%&&6 MNA[W"74#D+.8C-/Y$A JK$**U?TLW-@$J9E?G>;QXGMX(< CB>2L?0'W#<#O
M_J"*]D4PY?ANR,MRW?0$=5,$)\V-3*Y06Z>=R?B<]X0TM;J/3E63$S3;_9F M^MR+G^C;SA>X<8X3+TB0%V'AQCW,4,*B"+DD2*(LXFX,__H>(C:Q)[X7)UFZ M?
%GQNLD&]QB!>=Y!A>DY3UMJ@ 9Z/:KR<";I.K^W?T[BU'0$M>27!DG-ZEIT MA#[T#EK/F%QIUMTL+EDBK@XAFCT2)QZ=V$)[%)T/7';V+XOVGE+\^A_Z/1*G MI!XV3
L"PVQQ6%9K!ZH1N0RO78_7F_&6]:PP^Y>JYS]FMDWV D79P_2E+'KY M@GZZH"V@\Y.<9KF+A>Y2%^&4)BA+X@Q%>9I[- L)]4'=$4#Z$YMJGQN-!(I1 M<1)4XWI;
[X1ZG#_M8KV,R5 [EK9P*/59=W5#U1QN]*;+P*]96MR+-\_/'I;K M%5]X7A(E,8D0C25^>)R'*,U]X:'RU.=>*+R5E^A>KAPN/G7>5M*0<;OG_Y#] MK<.?.3^G9EP9XQ?
$,+HD.5ILMJN1ADR"62Z'5W8JPN]A)FY"T8M*.Y$):F-50VO'42 M(!1GU(]( MX($@4[6HSA%:R3.^FE'(=VP KR&T%*AY'V%;+$VKY4MS+?KC MIEX6JO1-7I<5=*. UA2,Q_NK>8\?
M]/KMOG4#O->@X]Q7 MR[)RY+.U\_D8BH1U#M2OK6P0#6PK)"#8E]Y+1[0OVS^:[> M%N)(K_;R6MTU2\S[%J[U4UGE?+G>"+/X)Y?H<)Q="PL@C_P$!BD3H79.*48D
MDXB041PBXA$LCNSBJ![2//9"K0O&[TNLB7U[RXJP^!\V-7->>-6 P$$QX+X+ M7>D6CW\7S,Z37-U+9_I%VNFJ;*E@5 ND1#0-X MS,#;?5C6+V5-
5C]5Y>:EOBWH:B./M]VO[_+/9?'X>?DJG*U$F:X_;\'5O" ( M0N[Z*$U3#^& 9XB0E*(41\SW.,D]KI^S-V9C^FH'Q8#3,":KAUK6G.T_W>6. MY
XI]AHD]5H/HLWFZ]#PK+,H&>9P_SKZ!7CI6?1LYKQ-]6W)K5^LF4%O;[[Z M?)O Q1K8VQLN7PV>V/^M^EBP-FUVF":[>:W8;]5A,@V6US==?XZT/B^8;@+Y M1B:?Q8\J_;RVE\-
@BS[R=4H- M 6+1"31E%GG:T!@LV 2*/AA:ZJXU7R )E&XO;(0^._-%9YOP[6W;7\O5ZE-9 MR7]XB=-2M+6;-3UJ M9CY>8G=42RH[4$Y6EY_^;7LB#:(T)5C$R6&<^@B3E" 2N.
(GRAASN9O0-(5X M\DN8F3J2/M]=ST7-H$!M[FB@0[4AL:L.0N+V)E5]=H0VF'KL_* MFF8.[B.I"N$QZWM>==YU21HX2Q'/DACZ.,$S?$H!FBHQ0GCBHZ:LY+0PYF MI>/ZTK-
8JUJ 66]'VOFA(_XW>0VPU-48H3VWY'WY%O:3?1Z%U&(8UK7\^36-4IS)/LJ[,_6:HAWR#"VW,D MVJ):M(VK/Y89$L&?H9(K-:]["@AR8]\FEXA=(U M^]=#>
<]+F2?]5.R:\C4+D,X\/G4LS_ZUJ=<-'F_IW'^\V[MKD,U#Y;HHUYHQ M_I :ANW/D@9@QJ1[#5F-BG+.K3E;S'[\ MN7A92M@JN &>6V!J$Y1TG8?EL]P%?
OYR?]N;N0TPN[/B:QB>#1\CW"V]9L,=1L6G!?Q<0C0 M$E2WPZ8^M<9@'D!C^N^VP;G3G^1H0O5!6N*F4Z-A?YQM=0([Y\ST,=Q&!UQS
MQIXZ,VGW&^P,U[@XQ,7LD>;E3F:"/^0F1[BCE&^;$B M]9(,ERO'!B+YEO($.0)5-57'VXV;]I5S_QM?W9,D668I93GR.@CS*$*:$HS2D!&4>=9.(,#?P07>4
MNH2GOZYXX978].2%A S'7M1I_T5\_$FHNW8(I97<,;/-VA%'?>>-KU6N$@JT MJZEF/?\PA?)@KJ+EP.FSX'0\*&5]:95U/Z0L \!=F.36,'I,6_6L#8_1S%>TT/+CMIOG-?
Z[RW468(M(>TO M^H-\Q*$-+?/"@!.JT8O'+Q,89M0]6E=.2\U>?'U>$DN1] D"L\;,YP4\C(X' M/@G?@'^MU\7CA_5)C(#K0ICZ#BH %B"#%YYX4_Z5UZI:Y0 P]#P\ACQX_]K@
M7AP@9>COV7#MCN_>DRH69O(6=6HY6C=6DM%F#ZQG 2NRAVW11AEV8H=5TY?-0C*0NRC'L$LOTWR\ZRY9-A%+ AJ?5V=K@L
MP'.V)1BST_S:FJG=+#KOJ.P]08XF8.__JV'NNU3W9PW(Q-=E_>\;X267:_G3 MPLTB3L,(YI'LK"6QRB+TQ3%:9P1+_5X3EQ0NOL\KZA:&BO%J390$/H(/*^3V_@F_95 DI7D 2/
^ITMKR MB:O6EB,KNY7RPQ1N]#)G+@XYTJ[RZP.0G!G.#(=$8T!*FP?+NI#H[@^#1J/1 M%T//MAN,3ZZF=[?]3 MLECKY-[JS72O.)E ,TWV%J<%IA;GZT#12%3W-ZIE>@-
%9RQGX;7+T$#9_FL4 MIK&.))ZF6R9TDK%LV4UW+E*;9VA3_-O<]@-,>=SU,""5,OTV (E1=2IZ[S-(M3@EB@#!:,
M8XPR%E&4B8AR06,F8E#ABP%:T\>A["C7&RWOTO9^^JP31!/@878(.5-/FA,\ MH)ZT8RB.R+KTE8W*YLQ7=IG2S+ZR49'/?67CK\SL*]MWPKNMJJ=5>6OR/-37-K
MHP7R=A)Y#_7,?QJ9^?D\9Y;3\-J>,RC;?PW/F>5D./.I"55# U MM8??RV>YW#093!^>FFKN5[5/'<<5$$5Q+5H6@15>%RZW <[&HKF,P>BE,W]8 MQI"XO9$:@R_
W5>/I5"JYU&6RMRI/]RQIK6VZ!HZQT"!GT*!@5AZ?_A%G<^L,"M3UW0P_:.F@6=*JNL]_M:\IOWIF;Y;DBC(8Y^G3-35U"V[' RA9NB<<8,%T#EC#P/<0S,NH"L/S0"E>3TTXR*?
>6@, M7GD#'AJ=(*R['/Q:.XJ7Q?:E-MGIG_6IGNHG]FF/&_KH?&:$(F]=&8<>#0Z+S[4Y:\J O,; M.\2O,&5=XNC(R-7JN47WRP[='5_[AUS>45Z#RY2V\2@/KV\UF\)D9$\;#V99
M.*^C/65]T]I)'&YS]\7]^D'J]/2B;@'^>;,N=S_J#D/5+\5:?MS*5;7 4498 M1AE*\BA#F%$?95'&44JB. W"/,QSD)_:*7=3AVOMS:H;KV&W]FIW&-X5JQ">
MSM/9,5D_U>6Z[I15>=\TXU[-.?" [W9.S?3HJ\T43+^^RB3!RPM. ::K9NW?.$4L)Z5.YR$B&6Q%*EXD,>=(';P4SJ') M0=T]:G^,?Y!+G4"C"^Y59Z?XZG ?
3],L$"*7B!.N[,>8^(BE08RB@(64B) P M";JTN9*?B15272*[]=$U)5!@ZNE:M,W4U8P8VKM"]R[.CA=TFH@)1W X4F"7 M:/V4" MMO7?%C'&>1K0%"6QCO6*_,$ZK4P([F
WEBGHSM>Q94+4CKJZ M3$D'N/_*8G&WWBJ"MT*HSWWU3GU[7SYN_E@OF,")Y!(CF>_<8>8S1(C:3&-. M<9+Q3*@O1EOH91I37Z755+V6K%J2^J>-.GTKTH:*<@"?
D;W)C=2P[<5*8'/- M,B[20/"E>KNQQ=4W!Q-\:,QY%OZX4/NU:_#H-2[&VJU0-?7%.ED+-)$Q#0*$ M(T+4%U\@@OT0^8&?29)@$LH [D[LI37QP:TW*'*_"V_X%E=9X
MI&S9Z2,0D82G@F"49I% 6 2A.JU*@N(D\ DE61H24%S+]2Q-[;1[6JUH^:+C M+YJ>A TSWHX98(SD]3-@IDOFQ=6I(^^FA?AFC['WK69M&J7D#BE7,8?7,S1O M+*$S ,]B!-V-
;)FAN:P_/U+TTZ];455R(5CBYT&:HT@=.! .?8RR-,C4CR(6 M01ZJW_B+9UFRC7'"IA%AR!+MDC=>J779:F#RI1ED9EK,/0R.-57+@<,$39#$ MKK(US8C.F[H)
N(LCQ/VMIUV^"RW"]=\LY*_;*IJD<7M'REHH,;*D?RY]Q3O-$*<%.2( M1EQ]$9S1./+S,$\@EJ&]_' CSX7\9AK-6BJ8XM("-72\GS2E?_%NM]NR8$_;
MVI#:;I0Z<]N*IU.Q9U5"O6*?:IO\AFTSQ.B]9[3"W?Q:5>8IX]ZV) M5TI/ZO3?(/GA1P(.+YGK9(.ME[Z,\&^:I*/.,_UR6": 'PTU8^9WGPC'*=^]
M3]AMKA_7S[)MX/E>LETIT>W+5QTY60=7WK)J6U)N6OW6?, I+U7W/-QXFHM] MJ5MUR#TPHCYZ+2L.S[EP^1UI;P#A654[')!3O6\QPD3YT=6E;+G>BM^_29U+
M(L6M.A32[_(HY601Q7Z2^)(BB=41%J=9A$C$,I2HB:4IXS1*0';SY8LQ3$_U)R+/7ZNN4IBF&;L$7:*ZY1!J:P..N>CS7;6N2A(]]AS^:&W
MUM+KPZ;,9:$6_+XIE*1!'"6^CV*9480#G7CA!SF*(A;*Q!=YGL6[3BR/;Z&Y MUYD(1@OFN)_+HT62[X[L6VST=3ZMC@R^F6?IC;?[.GP&_E(=OR[.Q6N7QK'@ M_&W9>^ZG9+
[67Y=9L(P'W%354:W^>DMJFVZT>V M;%JTFY[8X"-/O%;;O;Q)J_445T]I/[MF[ZF^W6F*X#U(G3'6;.='E@/PW&>! M[OC!<%I@8:K
$E.UX_3@ZGUKV'5TU+3'R>HL:D%NML.J/13=T^P5H\ 5T_MG M(:K[4ADGY5VY_EY]$??K/0.?M_KW?U0/^9)KZH_;I2:M+)=WSZ7XKQ*FJ1R0 MFEAUO2^>"R'7HJ[KUAQ
[FBY5HNKJ@MQZ,)$QTMQO=DV#_ZA/= /,E\VA3S5 MXJLC]HZ77ZZ&?:<;J*DG=-D'N+EUC+2I 8"2U*:PV?F!ID&%-@J/<+C8M6T#T7%U2Y?;^:?Z%8' M KU,$M
%A\1524ASPO/6>P0#OPZ*93@. M_93'B#'=R(:D5#<1S9!(XXBJ?ZGD#%0Y_"*IB=6'IMBTU=7?=&B/1=9"$3/3 M(&YP@&D,:PC@];M'I7-5I/LRH7DK<8\*?%9N>_P-
N'G]OBW.TVA]K?0_J-]4 M"Y[%) AIB$*6$H29$"A+,Q_A/(GB@&5!QHQJ(0S0F-HMT5(]VM!JPN9&]R5T MQFUO!S(##_IP<4&F^(A
5A;YI3%G,\Q'A.K:YV./VF8)Z+2;KUNZK:]%P2D! MO6]/]R%K4[+V%"<*]!^4REE4?S^5F4/X!T4]C]I#*/OV5?I*G]QM.TO?NUX9EP&"=3 M-
\R5TEOY8^""VU>HZA/L^AI51Z.^3I6J/L$NUJGJ?=AN:S@)K^ M:5MM:5U7]'VQ?%*/'0* ZTK\^YTD3"GSDXPA+E.LUC&.$ NB!'$A).8YS;$( M(<C6]:^J?N9[-N;'(@L:"9R%@F.
MPDSI176BU:V68XE(B&-.64)2YD,J75RD!-)R\*H7-M5M+H)BIK&,2>:J5LU%.O.6IQD3]ZPBS>@+UB?@DPJ]MYR73[+;ANAV+>]( MA$-;D,/?%G[$0A+2& 69[E29!D(MY#Q
$8_R/* 1)7D.,7"N96ABTZ9FABZ; M/F";.J!C5TA^>6 "IA6NG@-C=\5LR(+]&F?%Q@M=([%F[ZC=FH:]B:/IM"$R M -[&#>($+7?^DNO8F=NQX@2\'@^,FW'A,8ZDJ9A
MA/UO3ZRK- GS:+T+ @[K%C>RP;1%2\_;$;SQ%$D=9Z?TLC!$9K\7I6)EZS^O/B_;15'R_IK3;K[>_0?-$K0#8S(^:!#J82H*T) M]^QI7TKGQF[F5H6#*,W9M;"?D;?7P'
0,*M>AL,CVNFY8Y(GWIB&X.Z/C[)< M!0OI4U]201&E6.CV!TR=H0*"_(R%89XD$9&@$$ H Q/KM,.J7#:K\H^6(T1; MQV:YXZEYPE-$5G7*_(N:#:@&!,-
OIO>F!!6F[,].\X2G&7*GVVR1 M<*31P.1GU6.VX)QJ+^MQ[(.0FHSNN[5X3[=RD>@X0M_'*,&ZG6"FOB-9DJ.4 M\8C3)*94QM 0I",*(G2Q,M.4SMT.[$)U;V,D=E&[41RV!($"0TO
M\C(FD*N2+!?IS%M 94S;O&BS4$,:B\R/,\3\+-$=.G)$ M&/$1P52*( Y#DAH9Z&8H:PCS-$!$F0H&%$ W4J3[E1?JLQQ8E5P(&^=\2 +FZF M6;#+IAF%T6RK=@H.3*=9-
J/TYDVX,17_+._&^,5K.P6/^TU"7JX&:BKX\&)T(S-L%0Z) MZWW3M!T5J!D6S.J2_L*0LUW2#XO4O:0?>7+"2_KW3W*1RIA$ ZH8=S9W4CY:%":[C-9QF M.^H4(,&6-NRJ?
>8+]8[D9!PD0NR^%$[\K]N:;DU]*'/Q3]DN9Y*8;QR M?Y;?BW5]*?UIT,QI-ZUR1__85FU/ 2YRW.$=!K/5N+@;U(-\[*O[W:/+SY]@*G M?/\_:2YP83KF:RUPB0&X?
^!C<]0\]!/]I5@WN8T&1^7++T_IM*I>CUM9"OO MFV; JSEP=&@>%]'JX#PP[&R'YW'1N@=H@ZYX_TST46 MYCE.0HPXS;&RCY( 45WN+9$IPSA*@I" Z@O,QOG$#C?=P?
QI74JZ+/Y7[:O? MJ3*,U-:[HN4_9-/$O-IS?^.MU=.;W-O2/X&AIK/-LYG5]"9G#Z8+[]]];'L; M?^U,T)YYI!A$FOT;[^]Z3IOV]#<>JSGO=!FX\6B^U3IU8$[AD:]SX^LJ9'8V MON>-
M9U[.LZ"=&=G &X-=0H^W'[_OKTK:X9O5UO3"Y.+ TRLPKO%313ALN[" MYRGRF[7=39+<52P MKJ$X_K!%A.&Q^S6+=.91_>VMFM_:^->!_;J,DA1M!%O (C\. XRB/*0(^X0B
MHGZ!(A)Q' F,16@4)&Q)?^H%?WJED/UKU!32;+)8]GS=> ?. ,& %H /*X,9 M8 2J"1L$;>(J+: $1%]."ZE=C*;;#RC\%X3XMAYXL*M9?Y*';TBF%L
M@L9_>5N)WTEB%D!^+!0DBMQ;/,HQ\=-* >2]_^'D!^_,F,0>2^O MQV'D_8],&R:C]"ILMTBFB/&?8DH#V,NB8PR"FK, .9@ M8I6A/@SI-+$Q!PS-O&"3(@/3/-#"%+5!4?,T?
^3,&1PSA] &R# M:LX'@CMUOLC-+=\^T>7R17]P@!Z=_KB*O14WN?U+_].5RNZ.P"D$<=^[J.4!;JP"TX1S70OET0F M49J(@!-L? "XFIV)%_@1?
T=!+G\H#KT/2+-3%W#L<%D78&K^4G,*,,ROGQZ# M(\JLH,,4RV6\?^O@?7N"]_TQWC8GHNN!!QRB9IT NW/73!,!.[PYPVWPO'<] ME?F.B,X0.3I5NAO5/J-9EVO7]-X]5=O-2I9[J_-
!/LOU4UW&\?M:!T(L6"Z3 M7 @?94S&"/,L5@?0F*,LE'Z6LI@1#BJD"",_^0[4,--L.+QEYV9?F5D=MLJ& M)?7_CB=XYC, ;K,#ZW0@0G>4+G[O]OAU#JLM-][#.'Y6&=)P&!RF2P.
(SYX[ M#0>F+Y':8A2+_$SQWX^;VO[6E0!,TS*[+TVL)PX!%MKYTCV.&;:K.9=R_-QI M+2!L#5^6S5E%@XO2V.5;'HTT7YIEGP!'V96]#]AMTE]*^4.=2>_^U),A=Q7* MFYX.[YKV
0LL I_B*$(9C]7.+)@Z)HJ0HH20)(F#+.8):&M5,3#[+:E@7?2M'?;/BSDK']@$=QG(@<<\19GB%,98Y8F&.4AU*& M3"F/*&6+9UFRC:F^,"<.61-=%HR7QH$5CRLF8.H!
**9EI@&&)BRZ"!RL2EX MG0?&7>L,N/2.5 > \*P:! [(J2*Q&,&^J.]C2=>-Z^%!_MB4VX4D81R+0)D8 M89H@S!*,,E]]%Q"9<1;@* C-:AD.$)G8L-A7O#W0]1K"\.*^9_B,.(4=20U;
M_A8"6Q7YO231575^SP:=O=3O);'ZJOU>?-;A!=+MXZ^W3&YWWO!(LDBD.$19 MGD8(YU*MR#3"B!$>^2FEE&=&+=0 -%_K*NC&4WS\K6;$P87#"8Y77.?8H^/H
MSJ8#C,LKF1.$'-R[V"/E^'+%Y*/DYLJD7V2K>Y&3H5[_\J-?-J,;C@NOVIL] M__%$2Z5LEB_M3DRQ$%%.,Q1EPM=M45*E$L,(T20,8Y*G/C>[JQB@,9>ALB=K M;:><@F-
NIEPALJ658BRME9%R09ZK;)33,6A7'K4TC6I)O-W6LE[ MMBR^-_M"C&.?9B)2YP*FC@E2MUV+&$,B9%R&RD@)DP3DB3PC,;7CL27H\)6L0_B3LP#,8>^PHN"N'(-GA.8UQ-X4<
SQ]_E)Z].^POB M\XR4UEA+* %+6J7IN$'.4H ?]:%V3DS!4$ ZK[DC+.)];'F MTZL9]5JN5LU5PIZS^JJARYOWK68,V#'"W529V6&O,@$P57__BJXP9:=.(3MPLXMIZ?
+C%35#,"4)1=A,%4Z(&TSA=2%K M(EV.6/$:7O8EO3XW1=F<%O"RQ,*1AH-2GU6/64)SJJULAX&[C>_6VV+[TD;> M-+XPI>Z^JF/#4[7 /@VBD#'$DBC1W6L)HDD:
(R&9+SCV8V'N.QXB-+&6:4CO M(L&\/7&OH6[N1AX$:]R7[ H"F,*PE1[D5C81S)1<)C2.2848@=D(_F1G- M@?9-C"W-'S=@0=9J^9R>0LR*R7R,P!94."G@>/#3YM
M44I@7>F*D]779_ZNVGD 30L)]+P[]=V.MB1TWORA2*;W59;/!9?*G*P@%03Z M!!]>;RYD!M[QC(CK<.&-"6=7/Z!OP/FJ!PR(]Y^^WNYN<0*9
M2N)31!C/$"91@)C/!$ID&',:Q:FR1(UO<0[C3AVXH @!;A8Z\AK&SSN%^_/7QX>Y3V'XX2,"BC/ (!3+G""<90U2&$F4)#D)*_2R0YLL: M2GWBQ3\0D"2N?
QG_V03AP,.H:$55CHQ4%?/T!T3%ZC4-'106P="O6!^PLMMR]UW#[E M=2NAGU^Z?ZGSL_TDI<3WM9;&#&$>8$2R6!NK.!!1&L2* ,S)8$IZ8F7=DO-J M>F,IWM>B:.J-F
(;J(>B@65_G7I J9"5LU1X>Y&=.3","<_LU( " M,9Q%/$8,YTJ!BR!!-(I\I!N\)IPG.(HEI-WT=+C#>TZ_9=S-5/YD:,*T_A[( MEH^V':8&LF"%N^\"67/C;A.P L'1/@"C/>M68 7+Z6Y@-
PC<&_YU^X\O);\O M'ZORKMH6J_JP\DEN?]^(1_GG]F,F8TVLT;]N%0WO2ZG=Q9O2>_SZ MX!U8\1I>S#WF1N",>]!=XP+3$2:0>-\T(U[-B2//.D1H*T^[$8'9/.\0<;N> M>-![]JF&']?
YIFP&;Z)*8T*#7"BSCOJIU)5Z=9%>G7819$&61Q&E,3C7\)3( MU#[[7?I=ARXL6'<0H1%'G".Y@5Y^&Y&MD@XOR715UN'9H+.G'5X2JR_O\.*S MUQ8[JC7R?ZZ+;?
7P]3];GR7+LD"M1!_A/!=-?:.,B!QQ)@,IN$]"8I3\9$1M MZM2?][+Y_^.ZIO'[9JG&J)JV\_^;Y?+#IM1]XA<"DTC2 MA* LCK!:^:E:^2D1B/FYX#EEB<1&U5 LZ4^L"W;
<>#_M^/D73QWDNRS]L]

D>W\ONF?(&4+NY]>6(]LJ?I[8@"2A?W2SM^<+]:4-@B/Y?1:0GC M06FLCN#](\YVYAX4J'O('G[0JJ:!/A5\D+)M<]7:H[X,>1[2 /F1SY4ESP.] MJ1.4IFE$F/1%'OF "@9]-
"9>9@U13U'U6K*@?/M>5$8.TFYDA:VT3?/_!1RU:".C]O'JWW%3R MZ-(;Q 76?\! :+MV!$,#S]>=P$"\ MHV8%)L_;G=_K*[:?E?4MNLTD.L%=/[\<'FG7?\U.HQ0J99SGLMCJS\+']1=9
M%ANQP*F@@<]RA$GMX@LH8B0.D(P$"T035>0BU-*>SO\J>8'#-7P&L!;G?GISE!-2LGW3<[S=K8B]=];F<(U4SK#KXU MVS=>AW&M]QK6W7D5)L35D>=A"@YG]4Y,"/&I!V-
*4K89\Q^*I2QW)[^%%(D( M AXBBJE4JMC/$$E%C,(PR=4)C4EFF,C0/_[4;I F0[PFN?<20+/BCP$9.9Y= M+R;0"0*2T"+SO5>.*Q+>C\>;.<^]5YCS]/;^QVSO,=O.:2M:Z(QU+%
M<:=ZJ!_F,J"8(QI&3)D]7)=WCWP4Y]B/8V7VD "8Y&Y =?)[S9:X]^- W=N, M%R.] DWGR8T9[X%!=GZ5G2SDKJL1FT&_*(G5HWZ?J-I+F208>)+CC*?*VV1*T6116I[IDR()!Q
MGDF0MABD-OV-IZ[JM"?N[:A[WQKZ\)O- >3,](,S/(#'D#T&FWQ7[6I'6T%[[275B53I%K7LCJEV(M M/RI"U8(%(J4AUNT>(XXPQP2Q6.0HX5%,TB"/N9]!5OQE4A,O=TW8.Z+L?
=.T MO9HX<*T/ &:VT-W %OEM@B E_6X<([6] "A61?TN,"GJ]G@#?CEQ+O-5[F4 M.EJJK;X)N97H?7GB-:E]#W3]XNTH[VK]#OOC#>4>OZ"X6F38^K.3%G3[,"B1
MU;5#_XBSW3<,"M2]:!A^T+8[A]&0<"!QFB>:R,8)\DB&59 MB*B(9!C'*H%A"^],U@FB>H=EL'"))W(,"R@"*$OWK M.Q) S2@4AMS8NR391U2QJH2,C/@R,B(RAG_]'[]?3+
[Y@O/%>#;]M[_Q?V9_ M^P:G:9;'TT__]K=?/_X([F__X]__Z9_^]?\_^)_?O?_YF^]GZ>H"I\MO7L\Q M+#%_\]MX^?F;Y6?\YC]G\W^,OX1OWDW"LLSF%P#_OOK/7L\NO\['GSXOOQ%,
MJ.M?N_[I_%]XX=ZIQ,!YZT QSB!Z8<'F;*4V,3F9_J]/_Z*-D$(;#0FM E64 M!,]9 ?I5FY1C(>BX^M#)>/J/?ZE_Q+# ;VA[T\7JK__VM\_+Y>6_?/OM;[_] M]L^_Q_GDGV?
```

```
S3]\*QN2WU[_]M\VO__[H]W^3J]_FWOMO5S^]^=7%>-LOTL?R M;__G+S]_2)_Q(L!XNEB&::H++,;_LEA]\^=9"LL5UY^EZYLG?Z/^#:Y_#>]W M@ N0_)]_7^2__?L_??/-FAWSV03?
8_FF_OO7]S_=6S+C-$Q(B#@/EWBU"*?% M/Z?9Q;?U5[]]/2-HO N?*N&K#UI^O<1_^]MB?'$YN?G>YSF6?_M;GD[&4"7, MO&1U^?
_S]C_^]I:2RSDN"#ZKG?],W]A\1EWM5*KP]R5.,Z[W?;W>9);N_=*D M%%)VNY M+%[=9T+=P()VL!+2 M,_?YI]^98^^-O*F/K%BD,K[CQ:;LVEX^B^/I4_3>O) M6S'W8X@3'$G/?
686P=/Y *5007!, -,N"NYX",A.VL)3*]_?S5VIOYJG;V;S MC'-2-]=+AWEZA(#[0-_\QK>784X?!.GS>)*O_^LRGUVTD.%RUIBC:]$1Z7_[ MACA0<#['_/-
:):8_M+21\ZP+I@\5/=_/+L)X.DJ&JY"#@\)5(09Y"2YF#YIGYNH- M;MA9\+,FIQ\$-1;X/C Z@OL] JE:!:-W<_SQJM[,FYW\@A<1YZ-B V=99I J MA0 E,J'J[@8YW&8?_T0)OBV M?
%C.TC]6AR45*YR*Q([" +2CG2?OZ@&!]4+$H5Q+SC57*D\3L!1_Q8JZD-DP? M GINR7\3+NC+CW02%F3J$9LVYTL9+*$4#EIQXI.V IQU"3(*G5D,Q*S2&D;/
M4M6O.FHD_H>@:BN+ :#KW7S\)2SQW20DK&=PHV%-%K9$TMBY5(WM(X,@@P&& MPA"G$HN-$;4=DIZ1E%C><^:,W\ $*I'#?_KBNC_X0O]\9'^L]5!LPXED4UW
MLU$2E$P6HA0,O$@"(_/>B-S!Y;:%E+U )%_4U78JPX>)F\V9DM(68VT!P[0" M%3PQ)QAR*21#KPN=#Z>[1\Y0KK&31?T\?([@^_ M-&>223#6)!@1;W?$ZGF
M4*P!'V70EC827.H6/(.XN=H(>3=TCN!XGZ[Y=GW\|WB*/RWQ8C&BNSLF\BS) MF:QN9HV/'-ZGO!10W^CFK*Y(& I1Z>46+6.:LU MZ* (Y.@=D+^ $+3VFF$2I<@FX*BK#2H\?
*3LM@#B8$8.! #_[U68TR=.OK[' MR]E\.2KH$RL^0]'"D8'N#-V^A8Y(,)JGJ&@[I@D6'BP\J!!-.UBS_,,T?T_^W$@K8U51"H2JBK,^\_M(EZTW,J%R26;;!A_WEAV4E],.'<>S
M=B#86,4,QI4I&WS[Z'V,6$"3I0ZJE 01@Z=K5G@I=/+2[(KZ'G"5/%AY4#9& MPVOE% ;W#)(?ILOQ\NN/XPF^N5H9TQ%S]F2% RNA@.)1@5.D_++@/$2MC92[
M8KG/@^/ABGN!0K\84)S$T$& X3U^&M=DCNFRQAQ'1CKA?1)0$KEJRC@'T6D' MI.FYD@.9*_0X+(ZAY].W\WGWT93Q..&$^V%!]!)%_Y8@1QR'L( M*CN1:8>ZB=NS??
7]P/)RXJW-.#TDQ+R;+99A\O^-+U=FE_;!^N@0;,RD$ V= M !\109:DH\LV"]G"VMVV]GYH>3EAV$9<[ADK52>^FF-8T>V%4 H] Y4,F56Z M" C(-
'BCD&$07#)W$CKNKK8?'EY.X/5H3O:,@%I?-GGW>3:]COPPI@(&EB%] M'>I+=X' '0<>D#1@Y-[MS*Y]'@4/5]P/"2\GP'H21WM&PP=,5W-",A?QXW@Y MP9'09")Y)R#ERH1J3
>N==U XL7G$G:6_SR/AH&EQ-9/8FC/:/AXSS4 M"M\/7R_B;#)"X M#D0E_/![^ARFGW 3!1:H30R@$V:ZX'@&5S/I"GJEZ'(S:6>NX?YJX>ZJ^T'B MY01*3^;L(!R-UU?SRKWU(V)%.
(GD:C%BQ44=/0?K6(W166**80E242XYQ4/V M+5R-[:OOAY27%AAMP.E!(.:G*7U:+0?X@M^'9=AL:Q2OXZ+/'3;/YUY&N,SG@/,A=' M+A:+$%%$$#FIXI(1AF$#H-
Q;=+\DLI<6&3V>KX. Q8>+,)E\=[4@;BP6HUK> M*JW5X&)-G9Q&::$[J"YP$(L"5'4#-K:%"AJD$4I'W@RN+,X;U]X;%U\/YB\
MM.#GZ7P>!%P^?,;)Y)IZ8XO),1N@;1C2@CP%*,AH]7>RDPJM763BQ-)W@^3+R-RVX<4!Y)X M_^-XD<+D?V&8_TC?68QJSYBBI8'@5*(M) LA. &,6>,$\2_;T[RM)Q;>#TXO M)P#
<@K^#@LBZQ&2]"=0Y\!P3I)1,3:AAI)R#A"*3XIK^">&T-,@GE]X/)B\G M*-R&QST#Y17M(*]V,0F?1CK9)!@AG!@@00G-P67-0 ?O=5 \*]S5TN)Y<-Q; M;C]
O)S8[_&\'(8E393/P^2G:<;?_Q_\.LK2F1Q* 2XB V4TUD!" JE]"MHK MGUF+A.D'R^X'BI<6WCV%MWTG'JU#T;>7X4VIHO5:D;4$@D<-BIL*=49F/G-H M"-S:
[FQ$L4<2TA,K[U<(^G(BO$TXW PE__KM([;2%O_1HO?_J(W=V8H?KF[8E-06V MPO)M^7$\I57'9(_,UB6C-XV39> QQ(10?*C6:ZQ=3*0#S[F3Z*7&TKR)WAYT
MG>J]OUHLB+\WNRS""&U3 2]K]F_@ 8+A$:P5S&@3B["[GB:/V>5]"GINB],: M"0_=[!/8/8!0SYKZC;Z];2FNF9:6J)926% ,28,G@^!,P\ M(*1?Z)PBV:T@.87-
\#*Z[#X_&J:Z[]^^*^K\9AO>:2V, M$/LES/^!R]J+ZDZ G5IP? (C>S?$RC/,/OU]6$Y3.R-MJI-YCV4AE(1E3#)BQI,Q53N1N MTN%@,9BL4G1!M ;3'F3UT]"G.U"UEL0 P'6?
^(@I>,8]%*DE$<\%1(D!>,U1 M$\Q:SUMWO#T<,,V?4KL#S/'P95F(1H/?TA8N*6E"W?.7'O M& 3M(*>?;G8=X*<5RP> GCMF_MU[6'&-I3[L*;()5:Q=7B.S4!Q&S[VW++1N
M\K^5D'Y:W76A<4YF\P"PLJ9_)&1M+A$5F,0<(;PV;2S$#,RD.27++(36ALUZ MY7XZV'468SZ(D0-PFGX>ASB>K$QV,KM6^;.?9Q-B^J*:8,NO-ZQA3)/UQ1 " M[0.4Y<2D4
)HH9(T2A=E6@\HVI>V?AVISE^X.A'1 #3/G7T]C&%PA3$D48=8 M>K+6)!,043EP,N48LV+!M8[K/$U-OR\7W4C_:8B=(HH!@.I52K57Z.)=^%H# M$C>AK,1]R70?L]7$%*]
(*R?:3TX,M4G),-M:>VVG9#!@.DG.#Z^^TYG>]P19 MVL+\"O-K^N$XA(JB]]W^,7G,Q608G7L\5ME%0FLOADYK5RO@:U M/ /'T(! $8]SR-A#R^F)(;-'D]#O_=
<84V>41M^86_L/ZZW^$J97A7AV-1]/ M/]W;D1#<2*L,&%:9R$BE^RP0F#7:.50^ZK07OO9:KM^(8A=8:L_E 5QS/UQ< M3F9?$=_CI*;V/>;;2*>"0D1+VK9F'H3,(*"V()
(,U@@>DVI]XSU+5+^QQHXN MO[:B& "V[@=2K_=SW4)F5)RQTAKR;9DA5\8BKW:F!N'(B6&&:\]X8V#MIJC? M"&1'J&HHA+ZON>^OU[S91+@<+\-D_-^8]
[C1@R7UJZV$F&4MWJT#B%PP(#W+ M/#BZT!]6LSYQ_YU&1[]1RRXNQC/*90!:;6,!;%'/3*"R,B'P2+>^(N 0[P(' M+E'R$(M0;E??AB-]P^W$]!L-[I(D M?(C$2C2MGWZ?
(6DP<8;N4-92*"_4AK^S6XLYK[K16JERS0(TX+V78'2TB#H$ M8WB79OR!T#M'%*(]]'J0U0"TWQV6CG1.*@FBE=P0XEI1"1R3 7+ J'717O-= M-> GVF.#"46YJ3\F3.$5SH#E6-
1'$TJ+[@/,[:U=&M5UYM:E5/ M>K>IH>6"3JUSKG:0TW=.7R=@:L7^ 2#I M51?&^:?IQL<8A:RED<;6?%=&3JVT$$HR4%@(@F7A-6O>[F0[*?U& M&#I"4
NV#P$]*5U=7*W>RU?I&;79\QP_XW0Q_H)U_/<%_CQ;+-[@\FWY&'X? M>#E2UC/:@@"/,8.*PD @/Q>\RS'ZA)$WK_=\GJI^HPP= M8:VQ, 8 K\>,&F6IO2;G%E#6]]TA.3E!8O5S;6)
(!R2WMK$>4]%O<*$C^)S( M[ %$IY[SCT?6%.$,W?&QU#IZ6TM8%?V5:$'NA4(66B=>/4?38!Z>SQ+O/%TL MS6 VA)Z8[U9"^HS+FJ)]?X?-&V3>7ZN_;ID[]GS.UIG91>T%6?
H.5\XB8^!5 M5E P\X#)V)A:JX)SM,Z\'VPA7K^=KY;-*V_Y'FK M11 "&)FRL9)9+EKGW.Q'6=\1L,;(V1T+:R*> 9AI]W>U'A[SZFKY>3:O#Z8C M%YD)W!GPL0
ET2PFLA6N<_/$-2WY&Q'J!UK$ &@*\[3Q1/7O \:\V" M54#NS6J0"%WP.D0H"9U&A4Z%V!AC>Y#5=U2L8YRU%LRPL/;HGL_(E96A )T0 M.C:">PC*"DA*N.@1K7:MWY%VD--
WR.Q\V#I)$$/$U.::+RF&U6QJ[1+2-6\# M;2,RH!.C=*CU \W;[CU!2K]9..?"TA$"&"*.[M[I-BHO11W-&&4$58*#6(P M68SG*3"OFX=?3I[HVED4]OR(.E84+W0BT0V#%[.RJ5RAGX::-
'GG.;8^Q+8? M5W3,VN>(SI[,DT;1VO4C^ TUMR\.TI8@M8' .=V:GNS_B$R384:P-\KJF%J[ M84^0]CB"S'] U!LBC M_(INI34 0-Z4=6X&7MSV]>1&L*+0@%4H0*E
&W'$1Q8$YU8ERTIG/4L>$M-O M_+ZE1FO+]P$ :'MUW&97(V$%'3EO '-M0V\Q0O!<0N32H#&JR.8AB9T$]7LU M-A+Z(RW52@*#*.'X.TZ)2[5_W:M\,9Z.*X>J8K_>D)'H-
<_$JAQD34PA76ZT MARS)0Y*!Z6!;ZZ5G2.I7.W4#JI92&("6>L2D4;1:Z) R%)7I7-0>]5L$29_G\^N+M_,EO3WM*JTO,)\ MXS;_/8RGU5-^.[W^]5%Q:*5C#H(B':NT,. +8ZO:)O+=
I.B=4ND(TGM%W9= M6%/GD-F0M-AM'<'(%*69KOWV7;"@G'?D:M!UGX)$S;)@7+6>7;J%C'X?K#LU MT(_D]0 TV4]3@AXNEM>M@-
<[&2DE1>"DSDUAM:^^9K4)'7$%5;;DJC+5/(EF M.R7]OCYW 9H&'!^ FGF#RSN@CZP$&V0 ;;DG'9DC.*XCY(@Y&L2D5>MRGGL$ M]/N.W 5*CN?O )3*KJ*VC^'WV]>K%
W7+H!#SXA!7$,TGEC%0Q*8E9'-I]7N M25J_C\F=W%4=R&0 >FC7MEY]">-)'9SPXVS^(=R=HODJ_^^KQ:I)RG=89G-\ MCVD2%HMQ&:>UD&]^?
EN$66SAF@P^$#:2'8C,@T=;0,1(9S!KJU-S(^I_).B1J6;,CC?!2)P[2V5K\J0+$3'\E\]<&[2V7 MS=/MGR!EOZN1O63L',/T0:#G/['.D\7\BCXT?,(W5Q<1YV_+HVRV]>'0Q!M9 MW]JM"
(6,!AW RY(@>'*V7T%Y&3T[V !F Y/;&YS6EZG%*9 MK*7-K?SWRLALL3;<$(!!!\=J)B>VMJ8.)'$_!+ZH'(HNA?3GR7OMIB7!R80, M-".V^V8&3YT4F<@K%M:"M$* "I&49S ,N G6^Q
82ZV+JANGQS[*?O]8'?.1 M%B%E7SQHIA"4D@%"2A%"CIXK3UH@M8X4WJ=@F/FRA\C[<6>?HSD\@,MW,Q6. MCMKRZ\=YH!.95@?SNZ]W?
_+J]_%B9)+A3BL+22I'9@67X)3(D+U#)KWV++9. M!MJ?NH&TMC@" X\RS#H1R,"@]OWL(HRG(QZ+B$%G,";62&2NHW>4!UEB4I)Q ME+Y]RN)#*OJ%3E?
RW@&K(Y@_,/C\@M7\K"/>LDCU_4[;FF]9%+AL)0@5A;1> MQ/;7]&,JA@.?8^2Z R9','D ,+E1Q62]XD_TY6)$SH 0.:;41&6/*)@'I@('%;D 3\8AL.AX M%"QKTT%R_0LI#&J%C 8508>
(:1!(W%5.4"S3A44%1=;6!N2)@*M]U\E;T38B M(\"T#K2>7M#1O0IKA:Y6K/\#A*\>MPWMME1[UWKG#D;MO??V#31WM(153!AA MHB?U)>KT8D-?
D5T'J"/A,"178F>!FEV$-8Y',:. MIQ#!*25 >!M33$QSV]HGW$K(0#!SNJ ?YD: $R>&'JTV8QSN3!A"_BL M-+&&B?I5 <,DJNPB-\U-G)T$]>O%M8=/.^X/ 4K/3S3:;"Q*@25D.A2:<_)]
ME0'/@P(Z+"Z*9#W+K3/[]B:NWZ+7#B#6B50& +>'0XVN=V%,"5P62#P@J*@C M1&98[:G)4BCUS+0>-KR=DGY+7=L#J0&_!X":+9$XGC&XQ!PPDS(HQ2.X; 3]
M@28F,B(=;QVJ'/@32Q/_ZS@&#P BI!3G&!;X/:[__=/T<7SC_6PR^7$V_RW, M\RB@PI#H*&F9R>++TD"4=$U"ZP*,1;!6VN< TDU4YW)YX!H&]G M1U9C'3-.D[(UCO9"Q(/3)@,/H?
[/..]:0^WDYKA=)L1U!X1#^N0>(I6C$7:) M\_&L!O_GRT87X:-I:]XAQ^JP6EL;"4=&GD?1 2QBL-RI@*9UYNC\R*NK:0&<&,^L:O5^([;395,5*
<0(3%BGC*8P*ULPC!I,8QE_PW21,1[E8 MJYB+P$(@]CE5.^I'#4R(XGGT1N0'KWY/M/4^=.7>6RAUCK+N!3)0M*W.S[:] MQ9H*J5A]>JC3L>I0WA"RA\3I4'DOM"[Z%+
]M7#OC9AZQ5H3<0SW5ET?I?>X M6,[':;F9S/:J#U0[GAIQ\[R/4-I_>BI), M:=T0[&2B>^_YU/=MW)%\APOHU7G=;[_&%\-8!+H@+%DFC$,DQ@,&9[BVPO%N MW.,3:.Z]74[?
<.Y&N@- \YVN4Q]G3SPCK\YR#*O\T8N:&[R2_'LDQB_&2_R M\R_CA&M&O<$UEX&1XNVJ'UXP&@B#SC!X":7?T"KWNTO9O-5X);T@T3KY;U^?3C;-W\811U%@)5!*[0UBZ
M""YX!)X)SE_,YNT7N07+_[8?.ALQS"G< 6-[Y@*6U##%$0Y9\J>_]04'P MDHYI02^91F^:A^9/?U;\0[P!-1/+B:]!/TQS5Z^*NL2(EO2]B#* 8E&#,R(" MTO$I.1L69?MJH*->%?D?
YY'G>!$T!=(@]P*[;V2U]^(#]A?LOF'5?@5C/%CC MF-# I#4UGS!!H-(ET%H7?%S"KT#R3=KAK.CW.L6LOP#E&>_#HO//TYF
MOW4\0'O+,N=6KL_MM+T:O5GQ!M51L5"$C^"EYZ!*,N!K?X%$Q@1#*V6YC2NT MUYZ/Z&D0MZF?^6X^^S(FSGWW]5?B_T_3FYE+K])R_&75I?_U>HP7?>^V0>.= MH0%HK6
&4DYD2)M0^9,03#'",NN+9*W3)MM0/AA%>AK2MD2%SBW6 ;C@]V-A MB)Q94O60@E_5"7J(PCBZ"U '1\Q%;'VE'Q&$[ I:?2!@9VCR$'$, $OW+) :
MG9^F\03O;>GC;$\.WW#3ZL2]D05<8KQ.#A 08]"@K/12:2%C[M3*;+2/?C.( M!X#LWL$Q@ /R/=+*:;SB*GT]P97\I_G518WI_O?J^R.3@U'!:J!]3(*J;>>= MH>-?O*%MV6
%;QV@WX>N?E5S_^AY.+2UM2@' ,_K>2WW'U]'F)!+P53-^D=0 M2=7YZR& --X&LJXDIN8Y\ELIZ5>'#@Z"#<0U -#]-/V":[:N^7CW -5Q"(LT MNYHN1QBLC,5(,#
[7_G'"DBFD!63C@_4Y:-;MR;:C[)^"S4&!\H.Q'DX2/T: MI%/\5,,AIR3.;5]J>Y+6;_''8-#:I4 '<+O_/8RG ME9EOIZ3Z+V>+\?H>6.UKP4?!.^,X^9(YUEF2$1VX(@(4P73,FAN16V?C[Z:H
MWS*1P:&RH?A.59L?.VRE<<.^S3/9#>^"M0:)$E <#2@E/#B7+'#:0'91B=*! MU;DO=?U:G@,(*74DR &HS<<[>S?'RS#.WV_HV1@NKZ;K_EGK SF2)25I> #- M4-!62P:RI2,HJ4.
(KL@46M_VQU$ZM!X=;7#S+#R;"W$0MN@6=M;MD,&=KN95 M'IN-,5[YI>ALJU3[?&4##FF+V5FGN;+&Q=:!S3U)&UI[CS/!\70Q#?E2?Y56 MH8;%N_!UU3],*>( M9I"W,VUH?
D5TC$,<3];F]T:IW\8;;G\VLMEQ61->@Q<)5 EDDGO4Y-,)50<- M2V9:IQ.>2O/0.H*<#ZE=";;OS@V/-[MM*-#U[NX.SZL[S4EG'[R&%#B#VE83 MHF65UYE)F45&_<#4W#O&>0
90^L@TA259Y;2\/!X;2??[&[#U?%_8]X^;6B5 MS'IKT8S0DS/IH@%I(J>+I=K2H;:MKLU\+(E!ZW@D2D\F;F@=2\D.1 8D@Q!BY=\W+--I0/I,GUF=*9 MNQ3K /0M>937%3#IOZ[&
<_PES/^!JR+I#TAWR,9,5RK+:#2@U9&VHC-YGJO& M?J9(G0/*T+JY^EZ$#3+]N5/$S+H6WR BI,12.K%Y42>O?@B3&O']2SK=KZ^ M+5NW*)"[%%
(UMR(YDEIZ,MRC))YZ@A;C:$WKA]&#B1QD2O-9T=JI6(>H36G' MQ,+EU]H[<$G;K>6+*S-]E(S@.='=%#G6R(?@X%0I8*W-*>M03'O [DW=(%]*
M>]6K;00Y".6Z/WM'RJ;:0EK0\2,^*JT=.$[,3,9)#)K^K_D+U/[4#=+%.B=( M.Q+D<%VL=<[7_LQU6CD7M%[HX:G39VR"1"Z,%.Y.+=2#E_>K?<[M8 M78IU"$;!':OGNHD 9:H
M0;I6G2)EA[%ZNM@&B\-UPZI?IR3/FT[79-]LKY6IUL^"?FUR55M;K;CP]G+% M\I'DW"JC.8A(EXLBLQV\IKO&^E@T2YY)/ ^&&VUHD,Y:__CO RX#.#MWL\W? MS<&E2)N4Z:
AQ9[4#=)C.RLYN&[;7'] EOWYN+XX??T.4P_X7LZ M4#^4@B0$=8?]'I7./, !P^2E M'Z*10I\9YP9<,612U>9T=2 TF$#R(D88V;[_[RD$]YN+-DR('R3$P3E:L M#)-
K5OXT+;/YQ5J8UTS5+,:8D"PQ6\=<"^_H_A "C$'#K(C$X>:];/ MH860'2:5K<;4.KYP-+$]-[OL CJS/N0X ,!NW!41A$45X ]]6/4[F696 $=)PVY(NB8]5A@/5IRGI^J#T#X#J0 MT
!PM^X/\C'\CHO:[_T-+D=&2I&4R)#CJG=L33438341S=B0?& R-,;88RIZ M#ON< 4\G+H8YTWX^#TF MI%_)?"1064[W?$T2(]Z9Q" D98#1MI6S6F%L/<'^)()[CM*< 9'GD^<
P+NQ M'U:=-/)Z:.JU[?#=%>U^^;]P6<_E2!+(K^==+S"(L$Y$X 5(8Q* M.3.O&N]U%ST#GBQR""J>RKX_603#5WD?QI^FXT('=[K<-'FI4\_IW*>:+W&$ M/MO]@8V5U0'4-
])$CY>Y09P2Q:?@%3"Z9T%)KB$67\H>2@,#++(#3,NLM;I/OM1UO/T@S8H M>?0PT5XHP]=0/X;Q?#4N_A<,"[)$UQF&1VBF[1_46"/M06TC372S4NW1/IG5
MQ6Y1QAE#=)*#UQ9!.:?INLHJ>9KAX%(EM)H3A*YVMY=-'Z)RGR[#; MJ9SG:6VD<6Y'12R^QWA=A;K\>KOL[2V7;.;*U>SF2#B30D'0+()+)G-NK BR M]9'2/Q7![/#!AY(7.
XN!N%(K#T*T!:11A3.)Q;/VX:R#R>R[ MS6\G^-HCT:BI^(:OW58UY>O>\&%ZT\/5M":UOIY-Z 3,UE'G5Y_F MN+)HCE&%IR_:6&\VYD(C)?O=U6(\Q<7B]>PBCJ?A>DK9:J[$+
<&W]=M!(5?6 M0T21Z4(/L7;T%\"*S"YDALFU3@X[C,*39U0^^-S;,^G(BW)&2W#*U[E9T4# MH$"B=-9)EJUOO?4GB>E7<7:(F4=3(9N(8_@J*4D1##W2IG
MUTDIHI:R]9CQ)H2?;#_>2NH+OIK/:\Y>7>#6K[H]51EY3C52Y&41H'RR$%T) M-7#$.=.)'*WF=N/^Y/6K]LZ/PD>F9$>2? GZ\>)BO+;5R6):%RQ^PNFQKP:[
M/JZYGMR3\D:Z\LYZKQZL=PN3V[O9&F8U^31,2;I%0[#@+*O#%I/ ))+/N7E. MZR$$GJ[[]ECLCE'!HR^V.G;&&5!":0A2U7HZ',-FIRO]NKO$ K[U8#=8>NQ
MINM,;B]#V5VWI3E2N=WK:M-6F6VEK)'R6@=@;A DC<-0&()6,=0"@@21U0)T M1U=HL"4RVSK]X#X%)S]K5DY]GDWH6"[6G_QFML1M".:\:,X*K_E2JP(BNKBM
ML2"Y$MGPPFWS28=[$]>OTCD!$X\>-#L1Q_5RFK?JW8UKWX+\WQZ,IC2Q'#=($7^=9(ETS MAJ#A61 JT"WC6[?@/XWB4_77WJM_=W?UVV.D:^JG\@ZR5F0"**<@2N&@:.&\
MT:Q$WOI=YD22^]5U9\3G0]UX3E$/7V.^P66=:_L.YZL]'Z,P'WY$8WVYD\)6 MYEB83\GNOEGD!FA)1!V%KHD^=$>J(",$7PQ(+U+$+$3,K7-@GZ+E5!7W\'/O M(-H582T/X
(34$=V0# UV3QQ5)S32=.M?>,GB>G9!&N!@X<*IPWCAZ]*[M36 MS,J[.2;ZM)JY_N$B3";_T&^DJTGMM_UI'BZ.LLP.6Z"Q&CIA=R_'ZVV_+S[,Z@>\+KI^G[C1L**R(I"78;#*HK!
($)VHC:A^% MLBYB*L\Q_B0*3IJ%=NBBMV?+"L=L#@Z2K8Z-9@X<7>B+/S"&KX2G!G*G%G^?^]U 'T50_@A39"UF$ASO":HX3@N$U@C,^) M['^O^/#K 5:'YNY#VVK:WR+-QY?
KI[7KW(/5@E_7?]X-VTBA!(M@L8XBM(5L M"!TRY(3)T%GUG.^GW8XF8;"% (? XYX*.X\T!E K3([M>/&V/.#AHUVQ8%D2
M08$WT=:9J1J\HDT*ZTQR3F;DK2.U^U'6;S>8QM#K4"@#@-J]](%'>\%DBX@" MLB172GG:4!"YIC=)YT64POOVCY!/T]-OSY>.8-5, , TZ\+?%M^("?L(BSK
M##%K0TE>@;:9C@*WKC9L5N!\B@H#:HRMNZ?=IZ#?IBX= >8$)@\ (@3W.KQ@ MT\QCO/C':Z)AO*Q?C9!+QQ+=S3&1UE0V1HA&$FM8],;J$J1J75.Y@YQ^^Z]T MIVV:L'\ 2/J
GVK@_SU>SN9/7\<8+.U!(1A5JTZ+(^X MW8NP?ENI=(2N]B(9 ,YNBW,>;F35RCR8"$A$TX&A+3FE)1BZLXW.Q?G2.BS_M)#']=J3M"$]M6#\ #&VZ.#_7Y?EAV_W5IDFT#%
MG>+&=5%!=RR]>R'1O3 DGDV P#KMH+ S4XX"])(9H&144#TT]F+)D5(QKIH MC#5%MXXX/$W-7D#S+PQHC9@_
!BM._75G2P>A>,\IF:_."E[83AJQ/T!X.AG7"QPW0;WT58L*I-]K'F1M:^WRN3\ M9DZ'(Z7: BN1H=G: MM!SGY(>BDA]];\'P"4WN,7G%XAG8W9I^EX6\!-*E9<
MG5M41]'1K@H'E^GFYDF%('F4=)4WUTS/$+4?K%Y:.+VM+ 8 KIJJ.,?/.%V, MO^"ZV?)V_U?9+#Q3=6:MKOF)7(%/HM1J%):255)A\W%1>]*V']1>7HB] \D, M
'$/\]8>':"4C#1%0K:ICGI%TLZ)J=HK64N&S+GF\YV>(6D_?+VTB'Q+.0P M5F_PMSN,FL^F]&5:UPYO/S9>>9]2++2KU<2_$ND R0QD9BJR!&)M)M\89X?2 MN!_P7EHTOU-
)#3^5:VO+P8\KG^>8!*Y='W>.9HG;*#]'RT09HU(^;,@, ZDG M[B$X F0MTDB&>299Z]K&+ELF?DB?,5]-\&VY66630SG-UV-3Z !N.)_?UI$"
M5_,YG:!5AL=*"G=:BAIM)'('.GAB3O&JYEL*,(JSX@O+TK5NU=%T P-NR7@( M[AZ]-/4FY.&KQ:T-W8[6BCL^[0SM'#O4B0'N47GT)XTEE^(^S^8=P5PS52Y\F.E0K 3\X/716>4B:
M@7&UOTL=.QE3#J"3L(P[*[-L/J;S1)I?3+O'0Y#WM(X\@V"'KQ:?:!-VO&;< M_8'G:7+6H7YLTV1*:V-,9AD,UBJ54!@XJ1%,3-YI%KG6K7W#0;0Z(X,G?"(Q M?
=HLM0EW/CAANGC,D3.PJ1YO'QW$: 6$E)RPFM,Q:?U^L1=A?X3V9H<@;TL) M>F/I]1C76=5.?+BZN CSK[6B?K&L4:H:,;BNVJ]-8,<7\8I6NM4J=\*BL;8R M-QR,KO< KQ-
EO(M@11$Y8991R.>4Y:E$]%M2T!\BSRJ\EW")/]G#[I2+_+D/ M/5\GO@XO],-ZIC%C'*J<(6]L8PT0Z2OO0'*GR%].5C8?EWG6?GRK!^UZGAZ<
M%YZ1HR\%4C8%%!U5TN?:0\XZ):ZT3K@:53C_=GT#_2UA6C^OK@RUF5GM3& /%QIJ*HQQXY2VDP%PNDGMC6N?3 M'4%FOW?O.8'8K02'?
[T^;'UV_)WZQ"=UW*JMP]OSQ(98D4DE#68H=52L8AD) M)]F#C&2#J>P8@::]I]=CP[;;Z--MKZZ[5*Q$]W95O;UXE9;C+X_/%D]TE%E.
MH(HBGG'FP7,60'N>+.;"6&E>NW,RU2^Z;=LA*'TZW'@6@0_@QM^VXPU+5^KH M[H[K$]4:!8O%U<7Z>P^ODBRM908A1%%K6J2%H*(&EG-2+BGC3.M7AK8[Z-=.
M&!CTSP2$X1V#^/#@WU;)K/BP"EC<^\ZOT_'R*95@A$RH J]YQ1J4=V39!>>! MV",=!A8PMW;'NMQ/ORT,AG-$^@/)H [,#V1*S[XB?L#YEW'"[1?GJ\GJ(S>! MZ%6Z]'^3='
^GJU%=D=SI*B2=05L4774AN%UQBZ"C9$I+;SQLG4J3V>;Z;=Y MPR".2I_P&+ZS^J#O[/&^ZO8/ZK9+;H>>ZI,]4D-,2JLDP6CZ0TF9(%A%&-4F
M>J:M$KIU+EM7O7+OG)$'*]3\KE2[@XTG5W10'YI6Z+E0-=M6T.%4PDAPTAM0 M07LRNU04L3L;^R!2!]IG]Q ,[5!LG0EM^&IK9\O&-V&^GJGU/2[#>-*^$>6C M!
<[9D'+W[KIO3)E,*;YF4Z%*M;XG6G#.,F!.UF=0%!E;3TWHJ#'ECCX^-R_0 M/TUIH:N57?*VE._"A+Y--@3BZM=>752Z1@J=\3D&B')5P8D&R A@X#23S!0T M.L3G -
>4HL&VK3P$//=>[WN1U0#R M0UU)$%U@8)0)/F49^!6R0HY.A+SDY$WQA4^U,WV-:5IZ"L(^$<#;LO.(^S'DO/ MKNW;65G7HH1[M2@G6'0GK':.PK4C]GV.NK;,@A+2>
A26'(6O"8'@O"MO7(Z MV9(=;VWM=5G7=FBA$_T"'<#YX[JG4=(BVYH>$5(@.R*2#^>MCK6KK'9TZH/R MK>, S8@?<#W;(7A[J$K[$>X +OB;C7_W]>;+_WM,JF>>/G_]&;_@Y-
7OX\6( M)6.DM 6LI@TI[Q!B;6$D$4/V@8R:W+K&:#_*!H+'\|+F*?"VD^&0D'GWJGN\ MO^]G%V$\'3&4)9F:5QV$!)5%AFA"!FVRU)*G@,)T!=!]"!P(3ALBY"D0-A?7
MD+#XT_3R:KE8<8S_@M7)&Z&V3JR:N&5A0*$J]%564-!X)UEV1;3V>W:0,Q"< MM0?!4W [42(#!9?8;,5X\@[)> %F?:83B1FDRR*9'2PK=,O=I#3;ZRF M7W =
(Y&!@DMNMA(+KW5R"ICQ",J9!)'8 \S;% 73Q;+6V>\[R.DW1-,ON(Z1 MR # M3WLM#(E!Q!S\(Q+$$Y*%8*K,;_6Y4M/4C,0O=6KD]!( M5@- W7-AS^W?O5;?
2LE27"&>U6&*V5B(0GHH60=CBE8JMKY03Z&WYQJT1I@Y M,&[=3( # .LOLRE^77?6^?%JFJ]WX4/TS)-ZYZ+&JJR3X!RG6\3R.K^,T\]: MQU.V4](OP,Z'A(=MWD\7RP#
```

```
M>7Y>G4X%0K&A>$@M,QU&PC.F$B88%F4;(4N MK=]WGR!E($9=O^&Y!E(: -@^SL-T02M7-JX38HE%=QHNW$FA^$@?N=C^HXT! M;[SW9+^GJ,L+0 U&XAT!X#L7S]\G*^4
MP9T.8)L+(4=O92 ?/V5R[U8I/T%)"^3QV2*LX6=!/7K M10\&?NV$-@@$7ES@O#+I7;C$^683KF01#9DWQM8^_"$(B$S0O1+JO"PTD)(<1@0AVS)>IH M0?
+R@B<[VPJ68NO(X;ZT]5L2-Q@\=B+* 4"TA;OX\WB*/RWQ8C&*O'#I$P=9 MT/$ ([#>L];4NYNNR,;:35; M)137@HCHB:LL!*!_A+;!>=F\8\:S1 TD >+\@)EU*;T!P'%
[+'C+!D<84RE> M!PC$/E!.LW5@V N&PA0A3?/@TM[$]5Q>U184>STQGBJA 4#OZ?[M]\V>UYMJ M"Z^U$5QF2*D:5YGLJE", &ZP#LTCLZNTCAH=2&+/55>=PK!+:;T@,-ZI_G$V
M&,;H'A&V'C<;'3AIB:\"?5&9.69:MSD_G,J>2[0& M0\0U".#M^4A:L^B+T D'KZVC-;_C1-DRMR\/YSO/R\L_HC&2F*,[6^F]=YO%F!MR*!#DSXX*.TOHOY M:,=1^P=*'#H-NV<1]P"
?;>#Y,^;]N K.UZP& )3!;*S!91&#G60,R@30D"M MB8&M4RN?HJ7G<2$=>^9-)#!0)&V.8N0FY.QD;7%1_U@-8*"-!26\]D(PWGQ$ MY-/4].O M)'V'A
Z@O6]CQ[^/)LO/^+\8MO+P74MI>6XZNF=$_>DU9T#YVT& M'V0VP9BH^(/V24^-&'Y^L>$AY1BASCKD<-^(^7DV_?3,=C!X8;,C0],R\L93
M$1!%+3CSUJ!D07$O]@+,\VOU>T]U@9?&_!W +74[6N#I5(>?;_(:N8]>:*Z M+#H+REL&GH<,(D7E:AL!;)X?=1"!/4^)ZM@RZDY6 P#BPRT]8.8%*>HZGJ<.
MYEDEVXY\'5*EN(9ZJ(B3)8*+L5H)Y#&3_RP9ZSHWZCD:^[TP.X3+,UE23677 M++&E,VRF='5QM9IN]??Y;+'X=3K',*D;_CM=-M_5C XZ_+^/G,,8R'"%4H*O M+T$.HF=R5;E3?
+$IXYD!NQ_A_5[C@T%Q!U(>OMI]2L&=+D<[.9ILT!&%K6%]I<#S7 M)!.7A2S<\.:S"3O>TEZ(UR\?\4-"QHL_*-=L>#NO,1J8** M :$^!4.*F6MI+/K2.HVI[0[V.@;VSWX,3I+
[BT?]0R4P\AZU2]8"2R+6,+VC MRS$&")ZA%06]')C9]' '>Z'>_=E1?Y+=L[5(M)R'M][AG*X\XR]_B M(J84LDN^<-_,"R@I"#CU*Y&8(^:E(H/TQI*$=RKR63V6WU0I;^OY_#63O =%
[C=$DVPMR4_+)SAW[^O$K%Q;6F$ M:7Y/'T_4DI&=OZ_#86:7E>.U3?UX^NGU;$+,F*V'F;_Z-,?5I)H3[NAF:S>^ MQ[OA2:.[_KNK!5FEB\7KV44<3]?K3O.J \,=NF\.@]="Y(
)D','BJQ#"%H6 M*$%(Z9!QJUOW23N,PG;I/W=D\05?D=E%YO)*8:P[G:4G?KQ*42=":B!EG>&2 M4W)*^-KQ+)%?*:4 IQ.#4&16PK*8F@]T;+^+GE,=NT/ITSE%O0!@ !;%ZW Y
M7JX]QYJ@LGA;?IU>SF=?,+^;SRYQ7J^R'WY?5SO\2*+:I+.LI/+=U\WO?'T[ MIZ_^-Z9UT6]F'!-3&J+WY&4*5HTJY4@B2*ZNCMD_S,IMT,BN^3:&DK[4#S(?
M]98@';%0.9$@,N(M"ATX6F>E:=T>ZAX!?4_8ZAD. MLU:RZ3MG_;G372O+?ORP#/-Z]=W>>F_+ZIM_#Q<7X;I;=50B"$BU=1#Y$VV1OEJ,24B;8UJ+*M?%
M2%P4(9T%$[BM;4\C!)L1,)K(75&.Y>:-;9\C:BAIF<.XG9N*<+B8K-NY'@1 MU!OM'&VC5A(4=."9*2 D]U()X3TV']3Z'%$]W\EM0; ?Q(Z42/^W[O5NWH6O
MJ^/ZZR5)B3B,7U;G\VWY<(FUXGMEXM!GC%.8_#*>X&(YF^)UWPPD=EJ>P<>T MLE@\N& %&%M"5-HEG=R>-V\#<@:)OF/Q,>M56 /0@)5Q;\N=&V-M(V/(20OB
MH0H(*ND"KDY#H:L#O;HVP;(4/)'!_$[7NZJ : M\?,"]OYM3E./#!1 M;-%@9!(UDX"V5P0"]3;./9?%-O=_#R2QY]9DIX/B88IXAQ+J_SZ^^Q2R[;'D
MYGWD>G>*2ZZ4@)!L[:X2R,DR*9,ZY\(()"$(MN?=>^#2/8_"Z!(%3_C!'8AD M !JOP=WQ\^W(&TV<=,3F:$VM>X]D762;8'78]I]FE: M8PZC@HREY!-
X+2,H[C0$(P+DF+AD)J!5^A0,/ERP7_][T,@[23;]X^TNZZ[M MZU>?Z*M:%[YEHR-OK52H-0C:#UDZ*I/]K0(4HXU@+GLK#W:$]ER[7ZMQ*"CL M5&)]_+
[ZS4WXT"__GI)DKB)Q(X4&AV,=\"QT.$J0H/S,8'4A=/&3''EV53. M?1;JMRIZ&%!K*8N^'+X58S[.=ENOT9E:K*UK;KX#I:(#CU)7/6Y9$,HX M%_8"V+XK]EM6/
RD=2*=OB'WZ/C<26+:OLM5:M/UN,WHZC,5CS7#E)'92KX4 M_3V!D4QE:Q+RATD0^VJZ@^CHM]QW&/ \HR1?*&CO#N3DA4>R<4&*[&FWK(Z) MU18$3])PFU,J^[7(/9F4?
FMV7S1TCY3G\$N(MM? ++X;S\BQ.Z$\:*_/;5SZ M<_A>&I7UO)U_"M--=FUU.&:3<;Y^MGEW9V-W!B1\H.]LX']=1V$LLBQ=(H^D M#BI*==PJ2V1-6J%#$LA<;%TXV(3P
18!H0E,U]P6=,FOQYDX:2UP%1/3.3C. M6A=*_]&*@,Z/Z3/4!AV"BQXMC\5\2=?EU90^B82U_/HF7*P3"(M@SFNR]'7- M85"8U'JX-WF9A>O
2U9[3<&E!>Y@FOYVB^>GUO[#5>,'E5 M*V(7M]&RAUNZ3ACT#FT(9)B[D,FYI!/L:Y^J$&+.D3F9W5[EI\^@;6^"^H%@ M&YG/NA9 WX[2VLJZ'B=63*KI)H"
<+'-5Z(\@:0N6TZ%2UH:T9V+NW4_M3_P= M26S6@GT#R%G8GFJ7,&(PBNAG6 -2PH-7&"%FQPQGR@;?>EC#\:FR+ZE0Y9B+ MJYVH!H"W0U/P@A>!RT ,2[7+8C*!CE-
,M#W2U(4GKDWS]N O/U7V(%"[67E1![ MD*P?7Y$-&=\WDEY]_(]7$9?AW7SV:1XN?AZG^J:SV0BSV5AMZ;R%6LE:1SHX MSZ'KL<$]!=<.%VFCP%R(H/[-HS>7E;&_XBX
MR:RZ'H6:I7#!&Y#%UDF\3M*=C<0925RBN[IDR_*H-R+QQL^_1^;(Z.,' R M^P;@^&S8LB%>H;8!B0&)\UI41;:4B\H1\3R)B#Y:U7ILR#T"^DF];P^/T[D[ M
&@T32TCN\M(YNDP9$M^6M !R!I+U5GS-A!?$FO?V.BO2N).GCMZ \8 #L5[ M_(+3*ZS='VNE5DW'J2WT7E^1,7"!\W5WR-I%8+% ^E^N(S:EX[EP0E1UW*V AX/A]UCO-
]K*.YR7V?RB MCI%X&R?C3RNACZ26B:.QY-3$4"<-&@A8-&C-A;%1Z=!\M-Y>A/V!RL;X+2A M$ > S&TG[B:G?(0Y>T2G@>QH7A,X##AK$+0PZ(.+F2ZPYC;$#H+^0.7*IR"Q
MG=!>;&+_AS"=E7'[Q/[[GWN>Q/X=>QE48K_/4<1N&DDL@ODQ*R3X4% M9B2JUDT#_ZB)_=SQ9(U+D-#(VDLE0C"A $<9%:F!+'AK5OZ5V'\JIL^0V"\(
M+H:8V)\]*2N5B6H&*@LR/HI2H(-7 0MHBB^_)78WP$6GDOL/T0P+R:Q/]>) MJ(4L)Z')R%'*2G!DWX#SG N=M61Y+RWZ!TWL/TCF1R7V'R* OI]>UE;6)C"<
MZAMA0@?:U;.5(Y+U;8AP71FC4&2V7S>(NY_Z$A+[#Y+8K 7[!N#D;D\,MB81 MS99<\U3[V14;P*.SP)D+%HLR@K4.$OXY$ON/N;C:B6H >#LT6R^Z(+RL/>2# M=?
4%T]&A1'+;G> A:CJDJG6)R1\@L?\@4)R8V'^(A 8 P&=2.',06#0=4*,D M70(N2PA<1;"E>$G',_KF)4U_I,S_@\!P6'+M(9(91@[D_7P_KA&MX41UX@*4 M]((L"\?
I8&I38A'!Y;U*E/Y*KCW>_SM9,,, UI;$D.BS8$IJD"F5FM4>P=F: M)R(QHD%1N$E_HN3:@V2Z5W+M(0SNVY][,A^PH%716 /9:UEG8[#:JT/4!^+, M28$:#/OUT#TIK?
+,";8'26ZOM,I#V#@ D^=^XE=TD40E@8JVL*H+4K\H.LC#2 M&1U1N=;SBOY*J^LHV- ;, 9P*/;+9C&2#G;)!:P6".12)_#*!2B*V:B\+%:V M[N76+B7I9:3.'82;HU*2#A'B )"Y.
[NE:#)%1#"@A:+-!+J O. 6$L>H,YUW MGO M3H\9;,KQRTB@:Z W.Q/PBTVK^QC^@3FT3ZN[_[GG2:O;L9=!I=69(%C)1H.5 MNG958'6R(D&,OH55;R0\G7^$E
M)=H=A(Z]\A4.$=4 \';P+&!O9$0RN&)VO';#)H8%*:IK:;,3QMOFI:5_@'R% M@T!QZLSN R34]T/.VD[;;L1=OT4D:P1/ 9#E.B.H^H\A<.#6%H%$LS?[M2%\ M?
JV7E8IPD)QGW3&];PP]=1>\^_@?[_[^_@VQ\M7'__CX_H=?Q,TX<\=I2ZM( MF*Q=_1U$5PSPF'*VKLYUWJ\'SZ$KOZQ6A4?CJU.!#+'R0<8D<\X*C%815!WB
MX[VBTZ*LJ.>%T1]]5CZ\I 328PRR)H)Y,94/#GVR2GB(K%896\GIW(0,7#/- MLE?U=/Z)*Q\.DOE1E0^'"*#ORW%]U[_['.87(:V"9V'R>G9Q&:9??QY?C)9>%,/]?I?
BOBN^A(J)@R3]V,1JS/9AY.;= MST-3*7 M2%-SX^GJMLX0AR2"SMI'=#HQUZ(,ZT^1]'GLU7>R8(8!K"UI2\IP MEK'4'EZ)U?$TN9X. 9$'KVW4F,*?*>GS()GNE?1Y"(/[OL]>: =J?
1*B)@&Q M[!1M(2@(/'LPAAN+(?O XUX7U\OIJ'J0U/;HJ'H("_M&P4W.ZH-&D"H0_.D* MS<*:ZJQ:LOIH"XG<5K+^-$.F]D+!]L\?8D[GT2AHP,(!!*[OIZ4:[2)+28%V
M=6Z]C*M&H!*DD3R$%$W[9+7#DW[/W&KU&("[WH Q@$.Q7[ZH+=)HZQ"*SS6E6FGP$AT( M$7F2B2Y+OE<3E[^2?MO@YJBDWT.$V+<]]Q1KWUS5F^=M>8._7:?I+4:%JX(Y
M"[ N5 4U@ M69V1RC@#'[0$-'0780XA\];)9G_NC-\&2K,S ;_8C-\/5Q<78?YU5N[]?,.N M#OIK[K/R@27. ))#.N8.WNE?>::OY7VO H MA$#7DD%R)U2=)H01@E8"C)K@#/AR1%@
8) 25)Q45RUKK6$V;^'&G#!Z%CK[3A0T0U +P=FDQ&)K_3 M* J(8E8,X^ B.08V,(Z%^4#?_BMM^"10G)@V?(B$^@X:[)'!RA@CGU,0_75*
MK<+:8U\X!R58):T,J/0A^2Q_G+3A@^1\8-KP(4SO&T/KIJ8[M\,YMUCS4G6N M#5.=UQ!S#I!#]-P+X?/#O,Z=G6)/QM!@4H./QE!CIO>-H>_<\X?::O'ZJ4
M&"/CP'L9027KZ2OK@-76S%BGY(;]4+3/:B]K5/G1.&K.^+Z1]-167GW\CU<1 MEV&S)>D]#]HC^+(Z'.C (UJ0J)'Y*+PX,0!^?[U^'P_/AJ8.F#^,E+H'/0.S
M9,D&"=$F4;-9#7A'QF6T@FYM[U%@KPTZ7U*9PC$.8!/!# -86[)-M%UUP(W M-=:>@8%!L(Y#J6,( E/2/\S ^D/G:AXDT[UR-0]A<-_7V:;4ZWH'&P4:LE3. M&0\R.SHT64E2H+(
TX&^1AG,PQZN3]Q>6S^^=P"<*K-94P;V#8'7;SX07S[- MP\7/M(/I J_;7#-A3/0.;*P^8AW9'0I992B]Q&245 \#[D^9,-L7&&*JYM$P M;,'$OH%P;45MW8AVA=GB.41>'-
VC6H&KUVKA0G(9T.H@]T+#KE6&F)QY-"2: ML;-O7*R3T1]H..]4\5&246TC 5LDNC&+)09AE'"HDE+>#P_;/GV(_^^/QL') M[!N&_!\7(ZC@LN61W#;+0>EJ6:?
L:_Q'^Q!%T=IT7<^A7Q0&3F+A$.OI54SD MQD<+/"D/JK#*#T.VCM'>H0C>IKW2&[JJIW])187'.JHG"^;%U-.C4#XGR>#_ M;^_-FMO*D3;A^_DOF,&^W'P1\E;C^%R60G951U\IL-
JK[,T4A"44)3 C!!W@B(-;E96TK)WB@RJ6VNB^Z.> M0EU\+\2>QNT'J*^!E(>B^:S$&R6M)(BYW*6".YP?U["(&B^EIC9(UZFR^5=5 M4?V$GFK$:, HAN16>XQA!TD"]A&*8?
6P"FG82T#71&E#">PXG=HE-9 \?QH5 M1[TX52!YO@__3EL5AR>Q$6A97U+]_J[>BL__3(9_=\8KHCB5 GP?T(0 G$M M-+)69UT*#W_E_[?
EWX#I(^$+*E?:A[<'A/4EU'O,%Y^^VEFN(%Q%#N9V$B[C MZ-K=@(C+OSAH_4?WSQ^]'F2@9IJJ#R%$6&:,14EI8#/S&AG*%0]&Z<0UN.ZT M=#>$EUH?PD3(0?
6$E%+Y^*L#,A;;_/YK](D8#!K]51]RA/J0/IP^0GU('UZT M&&.ER7HJ-1TQAT!!7(K=4Q$@9YH3$*4K6J1#IA<98>V$^*,;:!X#:,=;.S3.958I: M$9
08'R[;*8D]I8SH(4Y0.:@:X%O?.QF@^E;)].C=%LS!40Q: 3]RWIIB M'%G.,4K2)\D$23CL]Y#.*3^?4YQ.>RB_-I\^7%[^__1A2UDO(R9!]GNUJI@KV4-O8?H#49ENG@G'GM"-12T2U
=4);Y ) MT2)FJ3'<,4Q&,+$<2 TQ[<+^R#-X?3/+&%PI'[E)E""C/)S**%$P M"VF1BHXP29(AIG0RT69)7E!G\!)+6Y3&7->[ @4.O&C./^8 MG?
ZLY;V2/;L/7SR9<^#,"B5KWOO^V:/OOQG-_7@ZOYG%NP0VSE60R6!$$@:B M6OB=]@0CZ5UPN9N4M:5O'GL)N.^:]V$ZGS_XQ,J?CDD*' 0&Z\EO1Y$$_G0P
M&AF>A&".$DE*7W-MEJ2VIWU K@T, .>C&;?HNSQ8^+L9TL0&-O_WLS M6KJEKW[DB\%5CR7CHDF*(B,4. 6.4^0TQ2A&3US41 96^NC<0:RZ/"N!_M.W MX(I"T3*
[\H3623,4CC:!1X%(L!Q4IL$&";6(:$VELY$Z5;I$LX-8==E5G I= MJ380EP:H]NH&- K6N YU@D,:8\KFIT!PGN_N=%B^S>5#,%99+TIOAP\E:)1 M0P&>%M-
V[1C:A]699SK[<9Y2;B,X"?\"G7Z=WOQL[T1P,CP0Q#T'S20?D69P M"F:Y'DX)*5+'*[#=WZH;C3@430ZAZ/J\F80Q '+^UR2&7(:[N+VTX1+DM;GC M<3 &ID(YTCPJ))PT46++,!
<=Z?+,)^K&$0[,DA)JK5ZA8<=OY[F8*E_?>G]S M?3.&/X0W$:3QHR52;^+PA9=YTJZ&T?%ZX3X&7.7_\YP[4YF^@2T=8A)7*#.T\],DSG M^)S&QFN;K"Q32#1,OIH%(D>C3D_"
[HUC[0WVTX?7'Z*]\PVP\L*!7Y"?XO%P MOF$@M0X2L<2TIR9RHSN^"O)@W+:ILS^(TS(:K4V&C_$OD/X:(,>(05HQ!UZ(]PEWZVS\_#=J%AL=FR2%--U ". \7U_<#P#G
M)3=*S['V"2F28*'E@B%'.4'!))5\,& 1I>\"-\E1UX,_0+1R;V4W2)BU*5D; M;&(F(09D!ZJZ]+;WY_=/9 MQ^GDM9WXF&_/Q[=+93Z9*LH=\L&!7CSQ, EG$9-*R< Q]>*)$]L-
+$_V\8XIYB(4:) "6ROBG.8 MG@Y()"E13)1B&_,S.-WJ1[I^L?)]T\&I5$C7+6QRC_?_#W@@OJ8SB:Z]!"W(_\_C0.LZ\C^/\ M%P\#W^M2J2L:+8X0EU8A'KY&3QB(BL2>>:<,?-
XM]+N&B][<;RSH="/GT M>/IO8(7Z&!>7&24PN+-9M%=@93PWB4'.I_P(1:#(T #;-&::)Z\Q9;CPLO1( MA,:R*?9C40DU-\"237:P_.7C=/'ON,AA$=!6#-D7R'70*^> 7!GFI8\R%PUH
M#]/,Q9E$*:2P$(9XG"*)I3>Y8:(V=@=5AG7'@*T!=OXQ@54X0Q3^F/CI)(PR M;'9\L>Y,>>[&HR]+*%_9<0ZJ?_H:X^+L.I?=75&!F8&S- H85FKN!$$V$(? MP3#4.\((+?V6QA[B-A;-
*L/28\'7 %-7S>57-G@Y^O)U<9[^ (\B9W9>!4>\ MAV,28MPDQ,'JD($)P%2TYS9XSE1I)FX1I[$301FFE5)_TQZN*CGM@A7(CF#
M20Q(P"D<<8T3,N!S(@S'XL2P<5P5OYI_(D4GWL@3X\V>RFZ +G_:V2@[GS\G MP"1SSDJ'/)$*<1HBTMQ11'@P,3@?=;<';GNPY8D0G'4(6!IC MV_O<.#
[.;]O^7!GM$D\$(VT81]PKEQ_QPTAHJB-5)O'BSOD6<3JQRIPPJ_91 M?P-,>GI@N"))2:X<1C0_I GW$[O:O>IGWXB1;>P*#XQ MXNRI[0;XDO?F^?
N)SQUW[C<=6_[]E<4J"IX82CSF]J+$(Z/R=1,UEH?H,='E M6Z5L$:@;BTXENEX>@]I7-;=/-;Z;SGZWDYN4+T?S$XY+#] E[0V+$8PB7XS* M8)$)."""G!?
9826MHMRK8;5_IQI!3B9R75>I)M\BZ>QGTT\VW;^/E=;@=KW?L M-)U=KPOK#M$^J]>GC]=::[A&JK3=\CZXB!U'UF&22_D]TM(0)#53'G9'*QZ7
MZYU6VZV'\9%;H[VBUJ08#46*Y^/2!9;])*S=A/58O#P@;@VP9!VU>2 M)VH$XPC+&')!-'C-1C%D&=9*.A&)E<=<,3?(6/>JNY$5;"+\296S'UQ>QF"\?6[Q/-W M-PO0^>^PA5S?
7*\O_7Y6"1[V5-Y+A@K'\^$ZJG).#SP;A4O(D9B+,%.^.N,) MJ4242:<(PH M3UP'(JQSI8,6?>0[I3-]'UYM]P\*8M: ;[ Q/W4]PQ^W\UOYYP#G>7H'JK7C M7!QT):B7CEN-
0LR/@1%ED<.YU$@J25Q^G;=XZYKATE;N3W$P!G5)-RX/YZD0 M%]3Z$;:QSW_%\??X.RP17W.3.^H\N.N(1<80ISB_5A1@QM0D@ZUDDI0^> V5 MM7*/C:9(NR^4)T39;(Z?_YI>
<9.P9R*AP#G-3A>';OUVW*.3@C#L&(B>T%EXQ'2G76.<[,X&X!:?8DMS0S*= )?@GR9-* M:V#=BI/FUKY>4 VGX#1G9QV<@G],POIB(H:W?WOXT761J$_*2>S (_9.(NXH
M03:_&*Q9HH0IS*4OWT]L@*!URU;:(&<1$/LSU:R8.HE?=GQ2J<=7ZU:S-+ G[X/"O@3[ M?*#4C[O)75$C'3=$(FL#!6=6P>]T<$C 1!SF5AA=^HVW9T2I7/YRM&6M!!(-
M>'GW[_UW:(OI?%)**3\]E2L-A4,V1(6P("H2%FDTI7L%=9?NE#(N]]D?/!!> MC3)QQS62M)SD'LK(+1_Z,#R_)H"BBQZ@Z/#+!PRW_(4;@,/Q9<.M"P(7NOT MW'1A)(1-
Q@:#]'%PPHKY@2O.1,XQ-3Z&(&WQ+;FOC'47S1:HN2]P)T#,VXLB MP22+25.4#,E%=,(C385-RG+M,58LI=)AFHZBU;W9:X2&0V Z%?8MKX*LEOG%
M'(6"R2]H&1W!,38VG[^TTY(+F%T-_M6_OVN)@;VA.A$.+B/P,D5!.W<5*;;X"()MIY*1'3 M;V M"G0PH'+:QV7,C!8\KM%_KI_L^Y=W(%Y=4C]G\"Z=A44<]A3\!5D #/)/1:,
MDQHIHRD.QC,=.,R3 O)1' MBBI.C8R>J&YO#7;Y6MTKM&I;Z3XZK\^EK?9RQ5/.0#0<,3A=(YZ81);IA+SF M+B@AC,='6#8SN?GZ5]V-K.3 MQ?ELV9EU]7Z1BU*$'"<.WL+<.+-
($R.0$"1I)G"H?3C%\]+4_?2:0_4GW0, M+*/P!DYSGV[7CCE[ >8%BCHC6"HZE7" 784H,3A%* M,A>%*9VP]JPPE>ML"Z$]/83J6^#03_$_VFOX[6?0TQQL+/>_6SW*1S'C/@8X
M>GH/>L(!ME-E)6+4DB!I)/"GTF3:*55=5A6"_S&IRF+1 +LN9J/ONQ>#4B8X6?KB9K,DE5E4&._'#9;W5WX#%-JX M@"]-
#0M+L86MGV!G$#?,HUQ/"Z<'"%UTQKKBSP<\*TSE9+'#;')E5-\JA]86 MEI3P<#@,*%(ILX)RUBY)2#',)0[!)EN\M>KSXC3H+/4'O N-!FB_]K7?P&&3$$NVE9
M1;:ZJ'RX:UF>A.4Q&EASM6&(1Z.0C3@B(IA10@5FBO>4W2Y1Y4Z=1]RBAH'0 M *7N.X0WV2;@#U]!O?/W\_E-#IC?] MC%(7)E@?^1I9P8E0$1EE^K8\HCH[E#
MDNG\A@8LV*9TVZ'G9&G0U2Y.K.'*;X!$&U5T9RK1W\R6=T&O[7@G7ZS>6HO1.AD5 M.+@FO]$E::'LFI^UY>?+WNL1EJK5\C7. MV7-
+DBT/)2[+>DO%N[P,ZD2T6G@4C,P/>%],=$H$>2,9#3FCJ_C%WGX2[[TK MYY&7N-W_]EFV^B_+2[=7/W[^R/KC2X17D,[/;Q;SA9V$T>3+Y70\?C>=Y7^\
M(IY(3X5"CN1>-1%S9$6R2*3DF!#$JUA\^S[(3.I&@8[(YB=^0'UB-. P%-3" MZM1Y1;C!X$KE][V(S!=1X+7[Q!!CR1A/C#2T=$Y<\4E4SCIH@)F',Y8!-!EL M)]_B;#0-
GQ9VMFC"6GY;GG#?3RZ6?\L!6'I<&D)&"YL)063XOM+67=8'*+7#\LT%5[/992.^@Y MQ5%^(^O.J*]XLEP:)1&+7"&NHP"=.[!LRQ28N:8J%,_;+3^-NE'K%LVA,E5>
MA+T\]1BM5QPL#A95?X&VLA]-]CQ8 MO)VT82M_QGE^NG,2WO[]+?I<0SO-?_54-T*Z %@M[W@)XISZW&,EHJ249TQR MY5HX?>RIE[6OFA,@;Q5@A95"P_'+J]P_WQ-DB58H
M)5A2*&.4X])I!,4G4??LT8T*!=2-0@ MHW-++PO(@6.@P#&@C&IC+2M>_W/\6=8]_IRP11V84/\ MCJ#26J1="LB[8 ,S07MNCFV/Y.;W8JYZFK#)2K0[A=UQEVIN9]]-.XX$ )(&
MI#3.A3Z!(\USH09-(E 21<)'STLH.L,7-@(:,\*X]&(I2T0;66UKO?C.N6\[T\LSP$T4ZXH/!L/K^Y M7BGL#_A7\&G>SA>CZ^5SO##4.SN:_6G'-_%!0=XJ>A;#(4H/BPATK"+%\MIK
MHYQ1R\!5Q!0EBL&E=0SLEFB'K+;2*D8(3:53,BJ7,_JO,=PL*]@''Y#73;TL M58(;S3_:;*O WX,VM)(=0E M]QZT*A9!+H1Q SQ_"R[N]$>,]
[RZ=2]7Y:.@FN4GG7(21W(>@HTXGRVN+K/^EE:H5-V>AVN^XG)U)_2:Y\&2:"VQ* 7) M"YZ3Z"7E M%!$F\OOCBB MK4"66BZ4Q%'R3O'2'9_^&AET(= -BVAO]K V[_O"2YTP%Z;
M@(+(G0T"BRBW7D:8D^ C5\R%3B7_NX"__]$Z&T0QX ?KKP&/='"T_,-=;SZK M8,+:6>1XI* W$I&F%)9-DB*QAF)A2KNN^TM=.3NOB9#!D;%OA>UN]XS=XQG? M1>3O1>
[O[H?B[)I<)>L2E1XT3SP!36 X&I/<TY4/A#/)[:KU&/P"FI& &BQO M*GCIM'?-U$SUGMV)EF@4-*?V2/0/,:^5;WJ5*.<: X Y80_5A^?TH[ M1RC3O'PCKZ/-[D0K+4['O
:0Z*69U^5H_I]WLQC?3T# .%_<7W8H"TYC;Y#@ M#GSP1#WXX,:@I BXY\)I.$"V;%Q;YG:B-1(-FE8I OTC#&N]X%C"!U-F1-.:+Z$I6,V MRK-?
_L@A7TG9\:EC)2'WF7$;Z<6$<15IG'22D26!G(VY32TXF]HQAZR1PHO(.7O\Z/:O].*C<_9PZ<5]X&_$7J8 M=:@DYEP:@C2S<#S*"5P]F'D'__N57ER8!%O3B_L@T@"=#I)2&"SF
M$0>&DC0IGRT",DP(%*TCC)!H*D1]3CR]N!>MCI%>W ?C!GC^R*/[8S):S"\_M_;'.3#&,:2>E05B'7)GH,3(T>,0"3=[0]J(FDA0F[5:#&+YD/SI?IH_O<&CM[O)[ $W"SA>>YMAY
8%AR#.BR#'=)39)GE*#$X3402B"G^7NC1 M)M?X?E"8M:6,YJ 4.F7;>JJ/'!_[_-6N]34'S7U?]GI8-Y!G+$@OC$"<\/P$ M8I#(*-C+6? J<$N);.<:M^_D3M2V#DON4B9X4*:=3L?
FP>IYV%-WV<_:6.X0 MX=G5E30_SNXE@A.@QC19&V,S^>0]YW:BB8 OQ SWX-F+W@A7'8]^ZB5(\%^8 M1\%1 TL4#LCJ2)%4$4ZWTBF)C]XNO=#<3C13\
(78WQX\.^TW%'=J9MT<]YYR M=(80H$).YUQ+2SG2&$ND+,8I.1QU\98J1YS>B:85OA [W(]M^YKBYQ/8$1\[ M[$ZH8#WH1\G\B"46$3FK8:F*F#CCX?]",V&7@QP-V\M$?"&VN
_3*C=]1@\&E>5@6Y3S1%\2@V MUCJ-7O31[V[Y>=33=GE4?@/;]5V:Z'V8G3!8I^ 163X]F]\>TT)JQ&AVW D1 MX-J?WG;81P4G&LBI?%?1 !U_6?-2?5>@(,PT"T@Q_C'
/AKDB/25B:G9= V MO4 3/M%[D!8,I\%%H!>+_W$7*;O59PUG*2B*%/AFB <";A"'LP=E6F"#J7:Z MF0>A2T_^1'?P?]1*<$@^G\:S?H5B[;M51[P77JIYRFJ#4R>).05=$"
[$DAZQ6X3XHZ MQ9.R-IS.G7/AF$![%V#_*-L_$(O_23=HNS47!(W,$Y,+E'.G!\N0<]RBI/.- M)-=>J4?A@,J7:V5,N[U[MX9,NRT\>U'TA)N1_/R'^PK/RIK,XR%:DG3ZX+$: MD_2??
2/M2:*5R2B+O$LYK9]PY+#)+:=$BHQ$Q?&OUP\?+Q&K>D,P6^P]S2_I M" Q+4U3(19P042Q[\E)*5UIUO]J3].7LX=J3](&_@=/:^PDL8O$3@+RG2U_G;16H+OF*P=Z-3@,P:(!0
MEX )"/#U;!+>Q.]Q//V6Y[1VM=:M)Z(.!)3"D,C])SCL"N!S8SA:P]9!-14\ MD-(K6@>QFB37$!(\;0-2%)$&2/9;G(#_/X89G87KT62478_%Z'M\."DO+.>)
M1908T3EBRY'%5*"@)8E.186+1Q\["58W4>!P1"N/2@-4*Y 9&2EA!C.*,%<) M<6\MLE$8)(,U)$J-0VCF)9(/+ZWOS#Y^WI&Q;X#M9^/ES\2P>>IK2[X"-6I!
M4T(J!3CC1>60!B6C0"U70>OH8NE;W6Z2G6@VYD"^/.ZH6!Z\@CE-!XMY?HRP MB\<_C'"L?F4_0WL]%B%.=O__;C&U#E.U@7LMW=K_^3X\%6FU,FC!B$L6Y"[H'
M/X@G9%ENXXL=V+\BT91/E2TZ@[IK;1'&/1]_/#K$#6S^K\=V/C]/_[)YPUJ< MSR[SW=FJC2HQP8,#A7(C(= I4\APV#(HI4' 89$G4?HD]:PPK00@C\^0Z2'@
M:I5WZ_,HUSH_$!&0MH0@3AP#:V822>J25M9*2TN?G;:(4Y=[A0#O0],!VJ]( MI&5*P<4LOKO)KLQZ)NMP0\*>_L^]P_,NJ_#R%V5Y/)\NLF*_3,=!@OCXJWGG1 M/%)JE).
(&@/6+B)H6\,?G>52"$.D*?[X^&!A*S\X4(5;TQI M\;H*\>Y4)\S MQ+S1L,?IG&9B&$H!8RIAD^.L='3A@0!UF7SJ= M7\5$%*$Y8R7%?##%"9GD**@5-K
```

```
"A]&*\A[AU5^ &2'PLJ%M?=.]I>V6T MPD@#A]R I/ )C%8I9 WL<9P80HC'5-
O27>I["5BWJ4$#S#TO12!M@+&/ MCPC-97$6%23
J(*T$6)XP#CF,,1(6*Q^]TI*7=NN*"-YH,EH??A6^M!P
M:/O]#=Z,*9J^.4!QR1B_E)0N<5^'F2(&8I<4!)D;3;!<->$NR53=3WHZL
ED:,*%>$_QHK^,Z?9)I M+;1G!"F#Q2UJ;KU)E@W/3X%:F<__PFZO\DA M-O^?&"YFH^^
1SX>V,F//U]=O%[G\,)ZP@5U$F'!X^^>JMS$Z/.K3@T)0FU1]][["?
H3PG8N*$,B13BHA[GV\LP,M+$K, CIUP M[##._X>ZN<]'WOJ/B%(#6_G'Z<3;^=?
SV86=+=9_N'=(7@4\F5(HPF&<'UT1KV)V4HTL'![P(#U\@0 ME;SLM+3N(\4)K:
[[D?.X>#5.S'CV7R1 M,[KBS(_L^).%/0W'8' T"@D-#CO7!IR=Q
S"@6D"!FN,ZA8/*RQ8G8XL M(M%8'!*FQOI.+.WPL3I7];685UK[#3BACZ;T(<_G
M"_B%IQ"1Y8H@XHGD5#,C1.E$SMU2U7F3HJ([61BH1A>RVZ2^=;+TY^G;Y9W?
ME4M6$^^6^=YA,:6MQ*8-+K2P&ZA?$T&-
6C]M:3GV//K_^67Z_7]%'U;#K[J0CJ[7MPZKVZ_=V4@/ MN'E_T!4M??C)QLU?Z)F'-
%CX/=.+X%-7JZ]<+S_Q,W0_5!W/CSAP8;H_X.^3
M;Z,\Z&>8]BOXQ_\4$?/IJ%7"OCNQN+7K3AJIN)4\D"\NODY#8;P>C5DE#CH,
MK_&]DL1I!Z.6"7@-PBGC9IH!*5L\:\G\S K!].C(:N$ MQP:O?D]UT0A0_WOZUT_YRJZ
SPQ=);PT"+CMNJD,X-V>.KJ.X=UTEA-(_K3C MO7HG[K*903GKVS%^E>A'?
Q/LIJ5F\3P0 MC'4B X70:P2T]Y,P^CX*-W:\3/[>!ZA'0]4]E&W7^727 FJ;TGC\4Z[Y.C5T
M+R/:-& UA)[1^;2; AJ(NJ[L'WYXA]$,JNU\,';=PW(G*]JJE ; &OX;.I7Q0 M>?
RSWVG[::=]T'W3]:9>+F7D/S3V>7GPY"B]W?J]OK
M_(CTZ*SZ!FAR&>>+V@P_7C_12^R"71?QC$F;C'U]^-B0YNU[LC]O&
M43MM^+@^:MM4T@)D;_^>^0M8$@K8U\^A.H'3P#WUD\FW@,AON9WM&[N([^QH
M]J<=WQ2 9L.8G3!JX';Z>754!NNA9?_X_3^+)95>?YU\N?#[+7L[ANX$7=T+
MZV[*:34YZ^UL>8MTH,2LIZ,727KRK2=D&,3[3A_8
MPV37H]Y^9O\KFXT#5HLV]\'GOK%N4TOE138?6-;=0_(>L/?5S:;QJN&U5>_3
M3DKX1U^J'<0[Z0K*K^NT7]=IO;#Y.)U\C-,2H#PER^+]:3VCC8]'*I:6O!0M#:KHC(^
MMP)-[/C'?#0OD_'V[*#54H3W]+V?54]E]#XM_G,Q\^>SS_/9V_EB=&U7%X[E M:B+?
\6ZGCJ62 M^[M\H%I^<8'-WSG6J7W840[J+$!F'_C-/)KZ3_;OU_%24RCQ=[)$H,^6.^J
MOB0=NNJU+4K ,C:VD[7 [Z^_Y;Y3, $W&H\6/\KX;L.^6"\WH! I^FFVG1-8
M21=OR[#U$@@*',+:]/4V"%CX'/UXV$X@-A7KVJVCAFX%IG$.Y\++^-^;T>QN
M72FS*/?X3">0FPI]]==AJUE %]\/E0'T<.0BV3];A"V0^7-A?_R9'P^$T]9U M?
L*E=.)/E_'WL&M0SOZY/G>#5+MP[8'"?8M\//O:%T)_1[]\M_(U+!-?IK,?
M>Z>.;!ZQ'DR/]3WM./G:@>3Q^+%XHU@HB>3Y@>ME7VV%8MI/+Y6ANXC3 CC]
M'*5F3LEN74^W3+Q^D@^(]+$('(_'JEIMZQO5/>TR]]J@?/FR
M6%8M3>:3/RT8[Z>;Z^M5W&J^F'QVXW?3V=FWL1O_>U8"L]Y?J^FI/8?8M(#Z M&H
]RPQ3G'_Z[E_/%X70W3AH3<^N(XC;E%'[\%,:I\$8'<;0=FE_VDT5C:!T
M,9L5!^KQF/7L:0!6SRBD=I3NOXL?9W_-PCR+6 "J3>/5Z[O=:=G;HH)6P#FP
M.]+G._7B>%M@VH3FR?@@#R;V]F\__@(>U.6WV2(\G4)I"^WVN7I%FCTQ[ZW!
MRM#_>_9V$M[E=A?GZ6X2O\TF6?#7WV?AW[-\EQXF7\XFX8_)]_DB%"#_X(^V M8?
K]\)V64W9EKN3CU?O)6O['DCZ>#S@;_YZ5V,^'?[6-16,P6_96=V6Z_ D3 M_/)FL9'O,
_XYSO:%Z!)_Z]5MM91<[FYVD]C?.T9/#=- JS8_!' MJY5Y%E]#!BF[=AKSK> K>2?
AZ;ZY6OC>C<-R;J^GDS!_,X/?E&).(1&J%9:6
MX5%9("JSZLWW$.;GL_/%U]E;D'!^$9]\>IMNELN\C<,-':@=ZUM&5RI9^.
M5B_;8K_TR];*3EY//\5QS+V@UQS:N^)D\XCU[O^'X;55+[73RT"4<)>+=9[2
MR,.X[R9E;&WWZ/66P&%8=M97[34SQMGR%>SW\_E-042WC5O-]QVZCN[64>T5
M]6MNV1_N!"V%XK9QJWF<0U?
7W3JJ;HO3S].%'9ILO:Q\=$R\^=\N8DLWWS[.AV#EB\7I4Z2_3Y5K\7(X-C=
M$%4VA__'N'@_\=/K0C'T3A^HUVFD&-;/JZTYA)\$F0^%])8/=4*\J=C1 #56 M1G[#\I-
GO@Y^E0&]ZS0!WC=T)R99"61V551'2VV?)[QSW#]/YMGRM(2^_/QR[$XBM!+"VJJ>Z
MM_/(\][7_#8.V FNE@)0V]12NT-M=JCRC H!MFF\3GBU%##:HI060OQ%7C6[ M/U
G@%J*\FQ20W4G9+IWJN3M&)WP:"D&\VCR;:1Y[PU'WWQ5VE*8I,$TU>GD M-
W!X>OA.(+05 NJNL^KX41EDN.^:8?O\YNU+7S[M& M[X1L2[&0S@JKO:U-YI-
7D[3()43%\H^?&;-334!+49$=RJF>0?"S^JM0>#Q?U.SK7,WY3\SRSIZ7\8R%
[/QYSB[GI^G MS[, RVN9P^R68:N!U,]%WJV8ZHYREJK$PZ4/1ZK6/J+O$6;#]%N!Y/-
HL??I M\L%0U?I # 3E@0(JHW)Y,XX$.T&R4Q^FWQ8QO!O;+WO!\]R8U7H\],-IATKJ
MWV8= K,MPU9KZM /MMV*:6(!7,J5:\#LHL0B^&"X:@T=ABR$FQ31T&+X>78]
M691="^\-6:V5P_"E\*E"VEH)"P'V_*C5NCCLM0XV!]OM@6%V/9K8@BOAXQ'K M-
```

```
6X8LAH^HX\FL'K[][?1K"14CP:LUY9A"%*;M=$$4&]N5H(5@.ANJ'I-%H:
M\U@#3<#R*?J;V6@QBO.S+U_.OMO1>._RGBWCUFN3, 2PK;HYC6R(B^EXY&$" M%
[.I/V VQ(//'" ;XOEI%,^&N/^I)QPID!:Q>?R][@S7PX?[0Y^\>O9',
MB:VX/;QH[*BOZG?!F^3\.%VL12T3[^_^E4;"_WOBO$5_AU_1U_^0?W%V'O^_ M__'_
%!+ P04 " ;@F99$!O7YLH' S)@ % &5X:&EB:70S,3%Q
M,S(P,C0N:'1MW5IM;]LV$/Z^7\$E6%\ V['\$B=V&B!+7,S#T'1NAFZ?!DH\
M640D42,I.]ZOWQTIQW:<;,[6I88+- G%._*.]_"Y(Z6SQ&;I^5D"7)Q_<_9M MO 6!"N-S"?
LLP!SR^KU2NI2%7,M)XEEK6:KPSXK?2NGW/=; M:5,X7XQS=N3;9T=NDK-0B?
GYF9!3)L6[ WD:1-W33B?L0'3<$:[_?@ %51W.L8.T_AW4$F\WH"-'^_TRWL8":%3?
I!L_G=@9,[/XM5 M;G$RC@GGK,,YG.^Z\OM.3I MZYKAN:D;T#+VW4;^"6@#FN.:,V]?#
[53FCRXF9T_8%=OVLQ\;[#.WUM38QZ1QU:BQ"+25 M\9S9A-
M7A]V3P;_V9U!P(7#3UU.(;;]]C$]G#RPCX'C84O+S7G M^A*<-HY[Y/*
()7P*3,-4P@RIT2;2L)]+KA'(Z9R-H5#:,I6S]TIG+&C6?V8J
M9E>0(^+930*:%U!:&1DVRJ,&!NETCX+4VI$@?<\-A@:#D,W9;:YF*8@)U'RL
MM(^04&!8KC#'X0Q =F/6:J0QIVRHO MMR&00P3&<#TGD8S? LZ[,J;!9P*-
P2E3ESUQ#A*(I,9LB6(YJJ,E C2;)3)* MF"GIQU)_!AJJ0:#/KR+$IY/@%T@#XW+%"6"-
J\'W3?PUJD&7>%;OBFI#,P],&E\ M1F2U@E>/'[)EZXGBM8EBG(C\?
(ABE*!T[FHE]G3)^CQL]HX;W:^.3KXCZ+P"
M@Y4^1LMEL7^&4HT2;,1+L[T*9;H0$!;53#YWJE+C ,A)4VD5
;0(#P9.Z4"*T@9E2DG.D>WG!'+](T:OAA8K6'PKQ!($!D7 M]4%\28;="12'.XGBK>EJ
\S;$]W6F,9],)6"H,J-RCDQ.C<( J MT@GD6%FD"&SL@8)V#(E@M>W!BSM+%LC=>P??
Z"O#-V@V6FWR>3CE:>FHBH(+ M<8Q%H9QB6,PCQ=VKPY-6T!N8;:C7-
Q^O]QQ<41%IT_BJ,E2E?=J";9(#OY<& M*IGC?S[BL'!1C+L="'XET!Z'-H@GQ G=H4P?
2PW,4''[*IF=XZK^%M+H<>"!?^P\+XN&\/\>K
M[HX@^;G'*W<]*!;PKRWIA]AP%8Y+)B)8/:.FV*A-
T2B.E:E5VMPG(=$FI_X&X8IT:HBN\3=5QHM]!7^4$DUV.ZG,(W=1\/9+ MWC+O!
('NRKGI(L5:"VL_B=BBHRH=>B,)"(8JZ]Z?7V; ;RF-^MK+)5)7-;J; MRL65SK,@5ATU_$7!
([S%!2H:N*>M1^!859DHC,C"8K#FL[C!%&[*#%& R^/< MJ-
+"H]=>>YFA=^5(D4*+WE?%+= MB^N*!B$K4C4'[)TERG,?7\,MXNP_9OK&EM%W:
[$2?FJ_:&2O<-W\3=(']"4+ M0;\Z#(Z;@^.:>T.^<,.Z,UIE48A[ W0=#4MY8:"_^&.
&:1(^;PO14QJL M.TQ8GE(:PFJE>J'JH.V[ER_$&TW_4MQJ_"\6,U?=#==U9,5F7[O7:#6#)
[N; MC:?[_F[8X*1QVFY]\6$[S4;WN+?5L$=N)?QJX(*;@N?O#MH'"X5JN_2;+' (
M6HSW941;Q1T)#U9>@].^W(BD*@[6P+Y>GZU0F_MRH=]^.; [-+TZ[. 1T?U< M?
QG]X%.&K[;>U&KMCQR-KV2R;3Y26OW(J5#&O;?K^XOJ*6Q\]K2$O\L1
MS:4*#W$/E'93Y4DCUG[ZC[:.W,=B?P%02P,$% @ &X)F613Z3_+1!P M1R8 !0
!E>&AI8FET,S$R<3,R,#(T+FAT;=U:;6_CN!'^WE_!)NB^^ +8C MR7%>[&P
7^+%&6@W=]DG 0\.NR>]$XAZ\5!&/$H#N(T"/\;[J$JBGL=8^<2/NT5HFSG
M0/WW#WN5'9*BUVIE'9_]RP8>'.MKD4D[+O1K+GE1;- MB9)*]_<#]S>@EG;&"R'G_?
=#+;A\WS*\-&T#6F2^V8C_ ?J [KC+F??O&+6E M*&'A;QB1DZ.
[7,3"LF[8B=8]_):?"X1WG&1%-AQ:?OM\.25!QYV%F-
YK3[7I^"TF"A4'[5Z8R=@DEK@%VDX/F%=16)(:-RZ2# M03I]0T&*=B1(/W&#H<$@%'-
V6ZJ9A'0"+1\K[2.4*C"L5)CTL .LP"ORDV4\P5N:J0)YW"HOMR%00@+&<#TGD8+? O:
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ANUB+SWC1 :FH!H@6590(O7;3&C&MPN, XBU@"Q8\!@C&6PN0D
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M'Z(8)2B=NUJ)L1?"YG'TP[')=P2;EV"P\L=8N1SV?2"U*+TFO#;;JU">BP%! MT?3D,Z>J-
1I 1IH*XW@.I:!T=J@X7C+D*LMJD-RAK$F=2Z2T&@:F1H%LB;X8
M)47JMLNFCHU(!=>"!B!\@G>\7Y*EVE#2=8O2N SM6%$90(=PH^R4*JP?15)+
M3F2.PW).+),W:OA28+6"P5\QD"#R+>I#^I+\N@,8CG<2PUM3U0:4MR>YK1&- MJV
J4@(J-ZKDQ.;<(,BIAB3TUHRD*+609EH-BBD$QCY1U[_9/HO!X8+:A77_Y
M>*7GP(J*2)G&UY.QJNW3'FR3&/B]-%"QG'U_<\/B11GNUA_XF4!_'-:H@[>#M MW17R-
)'XV[_%F1S*/! OO4G)L2#^>ULJWH[@N3G;JOH9]<1&58I.<:Q)K=+F/GF[&VBL*(2U
)L40GW5Y9*HJQ?=^>3B(.=9 &NV&/YXX!'6XBDJ&K@GK4? MV-27*(RXPC*PY3.XP?
1MZ@(Q@-/CAM$DA4: K;-<>>+C:[!% MF/W)--_Y;D:C4--
,O&H<+W&6_&'1%_2\B$&_VP^/@L%1RST57_ALW5:L\2C&
```

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PJ_$_7?3<-'=WC2.0V>
M5ETU>^!FPL\&3KBI>/EIK[NW4&@61S]@H4/0PM[+B$;5'0D/5IY]TRI\&$D?
MQ+UO4%NT49^MW'"O,/2[K[<"',3>[1_B!M%]/O8D^L&;#3\L%,VBO MO4#V?U!+ P04
" ;@F99@Y)_E]$$!"%0 % &5X:&EB:70S,C%Q
M,S(P,C0N:'1MY5AM<^(V$/[>7[$ETUPR@XUMS*M)9CAPYNAT0@Y(<_W4D6TY
M5L_8KB63T%_?E6P*Y&V2Z35-4SX UFK?G]V5/(C$,CX=1)0$I]\-OMT^&H+="(S&
[3OK*DUK)M"'[:9SF_0-#?1Q)T4*R9/&Z_V&8,Q)_J'.2<(W3 MG(4EF;,_*-J
YJC'F\H^Y(Y90C?VFI8TTKV-F,<$-"W=W+?P*3M]C"?-7]70
MD3M;3,XFH^%B,CV'Z1F,/DW<,W"_N*/+Q>1G%Y>0ZL[@.7'^%^R_N)S-+X?G
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M]D\U%OMAO!CA.F8#"T;8^ M#@_,=L>1DH[K,*G#;$T2^%&'*R($K\-
%I(]U_,DI9S+Z2O\H8C1$9] QP584 MIF'(?-2/"LCI;55, MF"
[828K9<3A\+DB.H(K7,*,9(AP0<&=IO@33T#Y+S"MPA8S[)(8,;4D#4"!& M>"
(:EQX"HFG4U6&F+DOG)F)^A$P,0:@2S7RB8(P+"#;B1\A+9)%LY_@>;"Z4
M$N97!FWA$Q8QFNFC [&LLALFHKN%RB4XMW5S1+
\\^U"ZRCXJU[WRZ[5$1)8@NI8E-GR40I SD/U59N<."" D3&(TPP8ETUR7^T@<_)3:2*"
M@&>89J24>$U(XLMUE!PPI4.V--Q5Q"5*4@2S4LXWB*A*0__6(%B2_!I/W5XJ
M1+K$HJB619BJ*KX4!VT8,C#%DJNW">;I2!2R'@^&TRR)^B1L/'5$$\7 N
M53Q>F@CV]V^S)NXO #(A@H[BZUNCJ6M,0P7U:1^]VNX]2#=U\E/:45!L96]:W%]O5
MV^W'R;MB&RH093 PW!PA?5)KUNYTI+Z5W8*YGT)9H7H%WAO3MW63W',_
S\UOU3U4E\S0OC1F 6P,>_NN M/G3&_M_F75U7WD]A/^NF]+>2W5
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M/;+USU<4,R)+GJRZKX."D^2U(4@J3,$*'E5DP?]@: .:HV]OU_8A=\)3MK'7
M<961P[N8+[B$AFNYNQ9^SLX0X\F*%S6T/[R%* EJDQG(F$'!/I6\8+IY"R8AR@H9 T_A
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O;P8JCYN8Q[&R,01B3K1 M/"0:R_B 2$G"&'F)JI3MW-Z!S856PL.U05OX1&6"9H;H0*)*
[9;+^&&U"@7. M;?$<$ZS18ON@>4S_*MK=VFN>^@KM7]2Z#@UN[@'!C:
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<(J4"Y:8SH63*M0[5L?!4F510 MR*I6EJ5BD_8U_JUOW7.6I+C&57J129DM,2@8M?
4CF>4ZBB^% <]## PP9+JW MPB2[T56JQH#MMZI*_0HW_*TMM5I M>\]2;1X@DOP
MOEE>-Q'==7*T+TLXA8UAA^_JLTOV_S;Y^J7E^ZGQO5Z5OBK9=3T?]]Q%OW!%
M>>ZKPEZ"=&VZ#]9=M?_N)>3^1\<\$WI]ZQ8LP7#>L$>?(;=M01MO;UG(GM#
M*1^S/&O$SK7ZB%K7'V__!%!+ 0(4 Q0 (!N"9EEJ5=8#!E\" !=V%P 1 M " 0
!D;FQI+3(P,C0P.3,P+FAT;5!+ 0(4 Q0 (M !N"9EF4:*2SLP\ )BL 1 " 35?
@!D;FQI+3(P,C0P M.3,P+GAS9%!+ 0(4 Q0 (!N"9EEG^V>,6Q@ #?J 5 M " 1=O
@!D;FQI+3(P,C0P.3,P7V-A;"YX;6Q02P$"% ,4 " ;@F99 M\I=;M4%* !@4P, %0 @ &EAP(
9&YL:2TR,#(T,#DS,%]D M968N>&UL4$L! A0#% @ &X)F6;8_Z^TY0 XML 70 dnli-20240930_htm.xml IDEA: XBRL DOCUMENT 0001714899 2024-01-01 2024-09-30 0001714899 2024-10-30 0001714899 dnli:PreFundedWarrantMember us-gaap:SubsequentEventMember us-gaap:PrivatePlacementMember 2024-10-30 0001714899 2024-09-30 0001714899 2023-12-31 0001714899 2024-07-01 2024-09-30 0001714899 2023-07-01 2023-09-30 0001714899 2023-01-01 2023-09-30 0001714899 us-gaap:RelatedPartyMember 2023-07-01 2023-09-30 0001714899 us-gaap:RelatedPartyMember 2023-01-01 2023-09-30 0001714899 us-gaap:CommonStockMember 2023-12-31 0001714899 us-gaap:AdditionalPaidInCapitalMember 2023-12-31 0001714899 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-12-31 0001714899 us-gaap:RetainedEarningsMember 2023-12-31 0001714899 us-

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</div><div style="text-indent:27pt">Denali Therapeutics Inc. ("Denali" or the “Company”) is a biopharmaceutical company, incorporated in Delaware, that discovers and develops therapeutics to defeat neurodegenerative diseases and lysosomal storage diseases. The Company is headquartered in South San Francisco, California.</div><div style="margin-top:18pt">Basis of Presentation</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for interim financial information and the instructions to Form 10-Q and Article 10 of the Securities and Exchange Commission ("SEC") Regulation S-X for interim financial information. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">These unaudited condensed consolidated financial statements and notes should be read in conjunction with the audited consolidated financial statements and notes thereto contained in the Annual Report on Form 10-K for the year ended December 31, 2023, as filed with the SEC on February 28, 2024 (the "2023 Annual Report on Form 10-K"). The Condensed Consolidated Balance Sheet as of December 31, 2023 was derived from the audited annual consolidated financial statements as of and for the period then ended. Certain information and footnote disclosures typically included in the Company's annual consolidated financial statements have been condensed or omitted. The accompanying unaudited condensed consolidated financial statements reflect all adjustments that, in the opinion of management, are necessary for a fair statement of~~

***~~the results of the interim periods presented. All such adjustments are of a normal recurring nature except for the impacts of adopting new accounting standards, if any, discussed below. These interim financial results are not necessarily indicative of results expected for the full fiscal year or for any subsequent interim period.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">During the nine months ended September 30, 2024 the only material change to the Company's significant accounting and financial reporting policies from those reflected in the 2023 Annual Report on Form 10-K was the addition of accounting policies related to the finance lease included herein. For further information with regard to the remainder of the Company’s Significant Accounting Policies, please refer to Note 1, "Significant Accounting Policies," to the Company’s Consolidated Financial Statements included in the 2023 Annual Report on Form 10-K.</div><div style="margin-top:18pt">Principles of Consolidation</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">These unaudited condensed consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. All intercompany balances and transactions have been eliminated in consolidation. For the Company and its subsidiaries, the functional currency has been determined to be U.S. dollars. Monetary assets and liabilities denominated in foreign currency are remeasured at period-end exchange rates, non-monetary assets and liabilities denominated in foreign currencies are remeasured at historical rates, and transactions in foreign currencies are remeasured at average exchange rates. Foreign currency gains and losses resulting from remeasurement are recognized in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss.</div><div style="margin-top:18pt">Use of Estimates</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The preparation of financial statements in conformity with U.S. GAAP requires the Company to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, as well as the reported amounts of expenses during the reporting period. Actual results could differ from those estimates, and such differences could be material to the Condensed Consolidated Balance Sheets and Condensed Consolidated Statements of Operations and Comprehensive Loss.</div><div style="margin-top:18pt">Concentration of Credit Risk and Other Risks and Uncertainties</div><div>
</div><div style="text-indent:27pt">Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents, and marketable securities. Substantially all of the Company’s cash and cash equivalents are deposited in accounts with financial institutions that management believes are of high credit quality. Such deposits have and will continue to exceed federally insured limits. The Company maintains its cash with accredited financial institutions and accordingly, such funds are subject to minimal credit risk.</div><div>
</div><div style="text-indent:27pt">The Company’s investment policy limits investments to certain types of securities issued by the U.S. government and its agencies, as well~~***

~~***as institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and marketable securities and issuers of marketable securities to the extent recorded on the Condensed Consolidated Balance Sheets. As of September 30, 2024 and December 31, 2023, the Company had no off-balance sheet concentrations of credit risk. </div><div>
</div><div style="text-indent:27pt">The Company is subject to a number of risks similar to other clinical-stage biopharmaceutical companies, including, but not limited to, the need to obtain adequate additional funding, possible failure of current or future preclinical testing or clinical trials, its reliance on third parties to conduct its clinical trials, the need to obtain regulatory and marketing approvals for its product candidates, competitors developing new technological innovations, the need to successfully commercialize and gain market acceptance of the Company’s product candidates, its right to develop and commercialize its product candidates pursuant to the terms and conditions of the licenses granted to the Company, protection of proprietary technology, the ability to make milestone, royalty or other payments due under any license or collaboration agreements, and the need to secure and maintain adequate manufacturing arrangements with third parties. If the Company does not successfully commercialize or partner any of its product candidates, it will be unable to generate product revenue or achieve profitability. Further, the company is also subject to broad market risks and uncertainties resulting from recent events, such as bank failures or instability in the financial services sector, global pandemics, war and armed conflicts, inflation, rising interest rates, and recession risks as well as supply chain and labor shortages.</div><div style="margin-top:18pt">Segments</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The Company has one operating segment. The Company’s chief operating decision maker, its Chief Executive Officer, manages the Company’s operations on a consolidated basis for the purposes of allocating resources.</div><div style="margin-bottom:10pt;margin-top:18pt">Investments</div><div style="text-indent:27pt">Investments in equity securities may be accounted for using (i) the fair value option, if elected, (ii) fair value through earnings if fair value is readily determinable or (iii) for equity investments without readily determinable fair values, the measurement alternative to measure at cost adjusted for any impairment and observable price changes, as applicable. The election to use the measurement alternative is made for each eligible investment. </div><div style="margin-bottom:10pt;margin-top:18pt">Cash, Cash Equivalents and Restricted Cash</div><div style="text-indent:27pt">The Company considers all highly liquid investments with original maturities of 90 days or less at the date of purchase to be cash and cash equivalents. Cash equivalents are reported at fair value.</div><div style="margin-top:10pt;text-indent:27pt">Cash, cash equivalents, and restricted cash reported within the Condensed Consolidated Statements of Cash Flows is composed of cash and cash equivalents reported in the Condensed Consolidated Balance Sheets and $1.6 million of restricted cash for the letter of credit for the Company’s headquarters building lease which is included within other non-current assets in the Condensed***~~

Consolidated Balance Sheets.</div><div style="margin-top:18pt">Marketable Securities</div><div>
</div><div style="text-indent:27pt">The Company generally invests its excess cash in money market funds and investment grade short to intermediate-term fixed income securities. Such investments are included in cash and cash equivalents, short-term marketable securities or long-term marketable securities on the Condensed Consolidated Balance Sheets, are considered available-for-sale, and are reported at fair value with net unrealized gains and losses included as a component of stockholders’ equity. </div><div>
</div><div style="text-indent:27pt">The Company classifies investments in securities with remaining maturities of less than one year, or where its intent is to use the investments to fund current operations or to make them available for current operations, as short-term investments. The Company classifies investments in securities with remaining maturities of over one year as long-term investments, unless intended to fund current operations. The amortized cost of debt securities is adjusted for amortization of premiums and accretion of discounts to maturity, which is included in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss. Realized gains and losses and declines in value determined to be due to credit losses on marketable securities, if any, are included in interest and other income, net. </div><div>
</div><div style="text-indent:27pt">The Company periodically evaluates the need for an allowance for credit losses. This evaluation includes consideration of several qualitative and quantitative factors, including whether it has plans to sell the security, whether it is more likely than not it will be required to sell any marketable securities before recovery of its amortized cost basis, and if the entity has the ability and intent to hold the security to maturity, and the portion of any unrealized loss that is the result of a credit loss. Factors considered in making these evaluations include quoted market prices, recent financial results and operating trends, implied values from any recent transactions or offers of investee securities, credit quality of debt instrument issuers, expected cash flows from securities, other publicly available information that may affect the value of the marketable security, duration and severity of the decline in value, and the Company's strategy and intentions for holding the marketable security.</div><div style="margin-top:18pt">Accounts Receivable</div><div>
</div><div style="text-indent:27pt">Accounts receivable are included within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets. The accounts receivable balance represents amounts receivable from the Company's collaboration partners net of an allowance for credit losses, if required.</div><div style="margin-top:18pt">Leases</div><div>
</div><div style="text-indent:27pt">The Company leases real estate and certain equipment for use in its operations. A determination is made as to whether an arrangement is a lease at inception. The Company recognizes finance and operating lease right-of-use (ROU) assets, and finance and operating lease liabilities based on the present value of the future minimum lease payments at the commencement date. The Company adjusts ROU assets as needed for any lease incentives it receives and for assets it purchases that are regarded as landlord-owned. When determining the present value of lease

~~payments, the Company uses its incremental borrowing rate on the date of lease commencement, or the rate implicit in the lease, if known. The Company does not assume renewals in its determination of the lease term unless the renewals are deemed by management to be reasonably certain at lease inception.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The Company recognizes amortization of the ROU assets and interest on the lease liabilities for its finance lease. Finance lease ROU assets are amortized on a straight-line basis from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. Operating lease expense is recognized on a straight-line basis over the lease term.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">Leases with an initial term of twelve months or less are not recorded on the balance sheet, unless they include an option to purchase the underlying asset that the Company is reasonably certain to exercise. The Company recognizes lease expenses on a straight-line basis over the lease term. The Company has leases with lease and non-lease components, which the Company has elected to account for as a single lease component. </div><div style="margin-top:18pt">Revenue Recognition </div><div>
</div><div>License, Option and Collaboration Revenue</div><div>
</div><div style="text-indent:27pt">The Company analyzes its collaboration arrangements to assess whether they are within the scope of ASC 808, Collaborative Arrangements (“ASC 808”) to determine whether such arrangements involve joint operating activities performed by parties that are both active participants in the activities and exposed to significant risks and rewards dependent on the commercial success of such activities. This assessment is performed throughout the life of the arrangement based on changes in the responsibilities of all parties in the arrangement. For collaboration arrangements within the scope of ASC 808 that contain multiple elements, the Company first determines which elements of the collaboration are deemed to be within the scope of ASC 808 and those that are more reflective of a vendor-customer relationship and, therefore, within the scope of Topic 606. For elements of collaboration arrangements that are accounted for pursuant to ASC 808, an appropriate recognition method is determined and applied consistently, generally by analogy to Topic 606. The accounting treatment pursuant to Topic 606 is outlined below. </div><div style="margin-top:10pt;text-indent:27pt">The terms of license, option and collaboration agreements entered into typically include payment of one or more of the following: non-refundable, up-front license fees; option exercise fees; development, regulatory and commercial milestone payments; payments for manufacturing supply and research and development services and royalties on net sales of licensed products. Each of these payments results in license, collaboration and other revenue, except for revenues from royalties on net sales of licensed products, which are classified as royalty revenue. The core principle of Topic 606 is to recognize revenue when promised goods or services are transferred to customers in an amount that reflects the consideration that is expected to be received in exchange for those goods or services. The Company may also receive reimbursement or make payments to a collaboration partner to satisfy cost sharing requirements. These payments are accounted for pursuant to ASC 808 and are recorded as an offset or increase to research and development expenses, respectively.</div><div style="text-indent:27pt">
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~~style="color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:120%">In determining the appropriate amount of revenue to be recognized as the Company fulfills its obligations under each of its agreements, the Company performs the following steps: (i) identification of the promised goods or services in the contract; (ii) determination of whether the promised goods or services are performance obligations including whether they are distinct in the context of the contract; (iii) measurement of the transaction price, including the constraint on variable consideration; (iv) allocation of the transaction price to the performance obligations based on estimated selling prices; and (v) recognition of revenue when (or as) the Company satisfies each performance obligation.</div><div style="margin-top:10pt;text-indent:27pt">Amounts received prior to satisfying the revenue recognition criteria are recorded as contract liabilities in the Company’s Condensed Consolidated Balance Sheets. If the related performance obligation is expected to be satisfied within the next twelve months this will be classified in current liabilities. Amounts recognized as revenue prior to the Company having an unconditional right (other than a right that is conditioned only on the passage of time) to receipt are recorded as contract assets in the Company's Condensed Consolidated Balance Sheets. If the Company expects to have an unconditional right to receive the consideration in the next twelve months, this will be classified in current assets. A net contract asset or liability is presented for each contract with a customer.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">At contract inception, the Company assesses the goods or services promised in a contract with a customer and identifies those distinct goods and services that represent a performance obligation. A promised good or service may not be identified as a performance obligation if it is immaterial in the context of the contract with the customer, if it is not separately identifiable from other promises in the contract (either because it is not capable of being separated or because it is not separable in the context of the contract), or if the promised good or service does not provide the customer with a material right. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The Company considers the terms of the contract to determine the transaction price. The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both. Variable consideration will only be included in the transaction price when it is not considered constrained, which is when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">If it is determined that multiple performance obligations exist, the transaction price is allocated at the inception of the agreement to all identified performance obligations based on the relative standalone selling prices ("SSP"). The relative SSP for each deliverable is estimated using external sourced evidence if it is available. If external sourced evidence is not available, the Company uses its best estimate of the SSP for the deliverable. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">Revenue is recognized when, or as, the Company satisfies a performance obligation by transferring a promised good or service to a customer. An asset is transferred when, or as, the customer obtains control of that asset, which for a service is considered to be as the services are received and used. The Company recognizes revenue over time by measuring the progress toward complete satisfaction of the relevant performance~~

obligation using an appropriate input or output method based on the nature of the service promised to the customer.</div><div style="margin-top:10pt;text-indent:27pt">After contract inception, the transaction price is reassessed at every period end and updated for changes such as resolution of uncertain events. Any change in the transaction price is allocated to the performance obligations on the same basis as at contract inception, or to a single performance obligation as applicable. The Company accounts for the exercise of a material right as either a contract modification or as a continuation of the existing contract, as is most appropriate based on the facts and circumstances.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">Management may be required to exercise considerable judgment in estimating revenue to be recognized. Judgment is required in identifying performance obligations, estimating the transaction price, estimating the SSP of identified performance obligations, which may include forecasted revenue, development timelines, reimbursement rates for personnel costs, discount rates and probabilities of technical and regulatory success, and estimating the progress towards satisfaction of performance obligations.</div><div style="margin-top:18pt">Comprehensive Loss</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">Comprehensive loss is composed of net loss and certain changes in stockholders’ equity that are excluded from net loss, primarily unrealized gains or losses on the Company’s marketable securities.</div><div style="margin-top:18pt">Net Loss Per Share</div><div>
</div><div style="text-indent:27pt">Basic net loss per share is calculated by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is the same as basic net loss per share, since the effects of potentially dilutive securities are antidilutive given the net loss for each period presented. The weighted-average common shares outstanding as of September 30, 2024 includes pre-funded warrants to purchase shares of common stock that were issued in connection with the February 2024 private placement, as discussed further in Note 7 - "Common Stock".</div><div style="margin-top:18pt">Recently Issued Accounting Pronouncements</div><div style="margin-top:10pt;text-indent:27pt">In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which is intended to improve reportable segment disclosure requirements primarily through enhanced disclosures about significant segment expenses. The amendments in this Update are effective for all public entities for fiscal years beginning after December 15, 2023, and interim periods within fiscal

~~years beginning after December 15, 2024, with early adoption permitted. The guidance is to be applied retrospectively to all prior periods presented in the financial statements. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its consolidated financial statements and related disclosures.</div><div style="margin-top:10pt;text-indent:27pt">In December 2023, the FASB issued Accounting Standards Update No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires that an entity, on an annual basis, disclose additional income tax information, primarily related to the rate reconciliation and income taxes paid. The amendments in this Update are effective to be applied prospectively for annual periods beginning after December 15, 2024, with early adoption permitted. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its income tax disclosures. </div><div style="margin-top:10pt;text-indent:27pt">In November 2024, the FASB issued Accounting Standards Update No. 2024-03, Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which is intended to improve the disclosures of expenses by providing more detailed information about the types of expenses in commonly presented expense captions. The amendments in this update are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. Early adoption is permitted. The amendments can be applied either prospectively or retrospectively. The Company has not early adopted this update, and is currently evaluating the impact of this new standard on its consolidated financial statements and related disclosures. </div> <div style="margin-top:18pt">Organization and Description of Business</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt"> Denali Therapeutics Inc. ("Denali" or the “Company”) is a biopharmaceutical company, incorporated in Delaware, that discovers and develops therapeutics to defeat neurodegenerative diseases and lysosomal storage diseases. The Company is headquartered in South San Francisco, California. </div> <div style="margin-top:18pt">Basis of Presentation</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The accompanying unaudited condensed consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America (“U.S. GAAP”) for interim financial information and the instructions to Form 10-Q and Article 10 of the Securities and Exchange Commission ("SEC") Regulation S-X for interim financial information. </div><div style="text-indent:27pt">
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</div><div style="text-indent:27pt">These unaudited condensed consolidated financial statements include the accounts of the Company and its wholly-owned subsidiaries. All intercompany balances and transactions have been eliminated in consolidation. For the Company and its subsidiaries, the functional currency has been determined to be U.S. dollars. Monetary assets and liabilities denominated in foreign currency are remeasured at period-end exchange rates, non-monetary assets and liabilities denominated in foreign currencies are remeasured at historical rates, and transactions in foreign currencies are remeasured at average exchange rates. Foreign currency gains and losses resulting from remeasurement are recognized in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss.</div> <div style="margin-top:18pt">Use of Estimates</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The preparation of financial statements in conformity with U.S. GAAP requires the Company to make certain estimates, judgments and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements, as well as the reported amounts of expenses during the reporting period. Actual results could differ from those estimates, and such differences could be material to the Condensed Consolidated Balance Sheets and Condensed Consolidated Statements of Operations and Comprehensive Loss.</div> <div style="margin-top:18pt">Concentration of Credit Risk and Other Risks and Uncertainties</div><div>
</div><div style="text-indent:27pt">Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, cash equivalents, and marketable securities. Substantially all of the Company’s cash and cash equivalents are deposited in accounts with financial institutions that management believes are of high credit quality. Such deposits have and will continue to exceed federally insured limits. The Company maintains its cash with accredited financial institutions and accordingly, such funds are subject to minimal credit risk.</div><div>
</div><div style="text-indent:27pt"><span~~

~~***style="color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:120%">The Company’s investment policy limits investments to certain types of securities issued by the U.S. government and its agencies, as well as institutions with investment-grade credit ratings and places restrictions on maturities and concentration by type and issuer. The Company is exposed to credit risk in the event of a default by the financial institutions holding its cash, cash equivalents and marketable securities and issuers of marketable securities to the extent recorded on the Condensed Consolidated Balance Sheets. As of September 30, 2024 and December 31, 2023, the Company had no off-balance sheet concentrations of credit risk. </div><div>
</div><div style="text-indent:27pt">The Company is subject to a number of risks similar to other clinical-stage biopharmaceutical companies, including, but not limited to, the need to obtain adequate additional funding, possible failure of current or future preclinical testing or clinical trials, its reliance on third parties to conduct its clinical trials, the need to obtain regulatory and marketing approvals for its product candidates, competitors developing new technological innovations, the need to successfully commercialize and gain market acceptance of the Company’s product candidates, its right to develop and commercialize its product candidates pursuant to the terms and conditions of the licenses granted to the Company, protection of proprietary technology, the ability to make milestone, royalty or other payments due under any license or collaboration agreements, and the need to secure and maintain adequate manufacturing arrangements with third parties. If the Company does not successfully commercialize or partner any of its product candidates, it will be unable to generate product revenue or achieve profitability. Further, the company is also subject to broad market risks and uncertainties resulting from recent events, such as bank failures or instability in the financial services sector, global pandemics, war and armed conflicts, inflation, rising interest rates, and recession risks as well as supply chain and labor shortages.</div> 0 0 <div style="margin-top:18pt">Segments</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The Company has one operating segment. The Company’s chief operating decision maker, its Chief Executive Officer, manages the Company’s operations on a consolidated basis for the purposes of allocating resources.</div> 1 <div style="margin-bottom:10pt;margin-top:18pt">Investments</div><div style="text-indent:27pt">Investments in equity securities may be accounted for using (i) the fair value option, if elected, (ii) fair value through earnings if fair value is readily determinable or (iii) for equity investments without readily determinable fair values, the measurement alternative to measure at cost adjusted for any impairment and observable price changes, as applicable. The election to use the measurement alternative is made for each eligible investment. </div> <div style="margin-bottom:10pt;margin-top:18pt">Cash, Cash Equivalents and Restricted Cash</div><div style="text-indent:27pt">The Company considers all highly liquid investments with original maturities of 90 days or less at the date of purchase to be cash and cash equivalents. Cash equivalents are reported at fair value.</div><div style="margin-top:10pt;text-indent:27pt">Cash, cash equivalents, and restricted cash reported within the Condensed Consolidated Statements of Cash Flows is composed of cash***~~

~~and cash equivalents reported in the Condensed Consolidated Balance Sheets and $1.6 million of restricted cash for the letter of credit for the Company’s headquarters building lease which is included within other non-current assets in the Condensed Consolidated Balance Sheets.</div> 1600000 <div style="margin-top:18pt">Marketable Securities</div><div>
</div><div style="text-indent:27pt">The Company generally invests its excess cash in money market funds and investment grade short to intermediate-term fixed income securities. Such investments are included in cash and cash equivalents, short-term marketable securities or long-term marketable securities on the Condensed Consolidated Balance Sheets, are considered available-for-sale, and are reported at fair value with net unrealized gains and losses included as a component of stockholders’ equity. </div><div>
</div><div style="text-indent:27pt">The Company classifies investments in securities with remaining maturities of less than one year, or where its intent is to use the investments to fund current operations or to make them available for current operations, as short-term investments. The Company classifies investments in securities with remaining maturities of over one year as long-term investments, unless intended to fund current operations. The amortized cost of debt securities is adjusted for amortization of premiums and accretion of discounts to maturity, which is included in interest and other income, net in the Condensed Consolidated Statements of Operations and Comprehensive Loss. Realized gains and losses and declines in value determined to be due to credit losses on marketable securities, if any, are included in interest and other income, net.</div><div>
</div><div style="text-indent:27pt">The Company periodically evaluates the need for an allowance for credit losses. This evaluation includes consideration of several qualitative and quantitative factors, including whether it has plans to sell the security, whether it is more likely than not it will be required to sell any marketable securities before recovery of its amortized cost basis, and if the entity has the ability and intent to hold the security to maturity, and the portion of any unrealized loss that is the result of a credit loss. Factors considered in making these evaluations include quoted market prices, recent financial results and operating trends, implied values from any recent transactions or offers of investee securities, credit quality of debt instrument issuers, expected cash flows from securities, other publicly available information that may affect the value of the marketable security, duration and severity of the decline in value, and the Company's strategy and intentions for holding the marketable security.</div> <div style="margin-top:18pt">Accounts Receivable</div><div>
</div><div style="text-indent:27pt">Accounts receivable are included within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets. The accounts receivable balance represents amounts receivable from the Company's collaboration partners net of an allowance for credit losses, if required.</div> <div style="margin-top:18pt">Leases</div><div>
</div><div style="text-indent:27pt">The Company leases real estate and certain equipment for use in its operations. A determination is made as to whether an arrangement is a lease at inception. The Company recognizes finance and operating lease right-of-use (ROU) assets, and~~

finance and operating lease liabilities based on the present value of the future minimum lease payments at the commencement date. The Company adjusts ROU assets as needed for any lease incentives it receives and for assets it purchases that are regarded as landlord-owned. When determining the present value of lease payments, the Company uses its incremental borrowing rate on the date of lease commencement, or the rate implicit in the lease, if known. The Company does not assume renewals in its determination of the lease term unless the renewals are deemed by management to be reasonably certain at lease inception.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The Company recognizes amortization of the ROU assets and interest on the lease liabilities for its finance lease. Finance lease ROU assets are amortized on a straight-line basis from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. Operating lease expense is recognized on a straight-line basis over the lease term.</div>Leases with an initial term of twelve months or less are not recorded on the balance sheet, unless they include an option to purchase the underlying asset that the Company is reasonably certain to exercise. The Company recognizes lease expenses on a straight-line basis over the lease term. The Company has leases with lease and non-lease components, which the Company has elected to account for as a single lease component. <div style="margin-top:18pt">Revenue Recognition </div><div>
</div><div>License, Option and Collaboration Revenue</div><div>
</div><div style="text-indent:27pt">The Company analyzes its collaboration arrangements to assess whether they are within the scope of ASC 808, Collaborative Arrangements (“ASC 808”) to determine whether such arrangements involve joint operating activities performed by parties that are both active participants in the activities and exposed to significant risks and rewards dependent on the commercial success of such activities. This assessment is performed throughout the life of the arrangement based on changes in the responsibilities of all parties in the arrangement. For collaboration arrangements within the scope of ASC 808 that contain multiple elements, the Company first determines which elements of the collaboration are deemed to be within the scope of ASC 808 and those that are more reflective of a vendor-customer relationship and, therefore, within the scope of Topic 606. For elements of collaboration arrangements that are accounted for pursuant to ASC 808, an appropriate recognition method is determined and applied consistently, generally by analogy to Topic 606. The accounting treatment pursuant to Topic 606 is outlined below. </div><div style="margin-top:10pt;text-indent:27pt">The terms of license, option and collaboration agreements entered into typically include payment of one or more of the following: non-refundable, up-front license fees; option exercise fees; development, regulatory and commercial milestone payments; payments for manufacturing supply and research and development services and royalties on net sales of licensed products. Each of these payments results in license, collaboration and other revenue, except for revenues from royalties on net sales of licensed products, which are classified as royalty revenue. The core principle of Topic 606 is to recognize revenue when promised goods or services are transferred to customers in an amount that reflects the consideration that is expected to be received in exchange for those goods or services. The Company may also receive reimbursement or make payments to a collaboration partner to satisfy cost sharing requirements. These payments are accounted for pursuant to ASC 808 and are recorded as an offset or increase to research and development expenses, respectively.

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</div><div style="text-indent:27pt">In determining the appropriate amount of revenue to be recognized as the Company fulfills its obligations under each of its agreements, the Company performs the following steps: (i) identification of the promised goods or services in the contract; (ii) determination of whether the promised goods or services are performance obligations including whether they are distinct in the context of the contract; (iii) measurement of the transaction price, including the constraint on variable consideration; (iv) allocation of the transaction price to the performance obligations based on estimated selling prices; and (v) recognition of revenue when (or as) the Company satisfies each performance obligation.</div><div style="margin-top:10pt;text-indent:27pt">Amounts received prior to satisfying the revenue recognition criteria are recorded as contract liabilities in the Company’s Condensed Consolidated Balance Sheets. If the related performance obligation is expected to be satisfied within the next twelve months this will be classified in current liabilities. Amounts recognized as revenue prior to the Company having an unconditional right (other than a right that is conditioned only on the passage of time) to receipt are recorded as contract assets in the Company's Condensed Consolidated Balance Sheets. If the Company expects to have an unconditional right to receive the consideration in the next twelve months, this will be classified in current assets. A net contract asset or liability is presented for each contract with a customer.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">At contract inception, the Company assesses the goods or services promised in a contract with a customer and identifies those distinct goods and services that represent a performance obligation. A promised good or service may not be identified as a performance obligation if it is immaterial in the context of the contract with the customer, if it is not separately identifiable from other promises in the contract (either because it is not capable of being separated or because it is not separable in the context of the contract), or if the promised good or service does not provide the customer with a material right.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The Company considers the terms of the contract to determine the transaction price. The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The consideration promised in a contract with a customer may include fixed amounts, variable amounts, or both. Variable consideration will only be included in the transaction price when it is not considered constrained, which is when it is probable that a significant reversal in the amount of cumulative revenue recognized will not occur. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">If it is determined that multiple performance obligations exist, the transaction price is allocated at the inception of the agreement to all identified performance obligations based on the relative standalone selling prices ("SSP"). The relative SSP for each deliverable is estimated using external sourced evidence if it is available. If external sourced evidence is not available, the Company uses its best estimate of the SSP for the deliverable. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">Revenue is recognized when, or as, the Company satisfies a performance obligation by transferring a promised good or service to a customer. An asset is transferred when, or as, the customer obtains control of that asset, which for a service is considered to be as the services are received and used.~~

~~***The Company recognizes revenue over time by measuring the progress toward complete satisfaction of the relevant performance obligation using an appropriate input or output method based on the nature of the service promised to the customer.</div><div style="margin-top:10pt;text-indent:27pt">After contract inception, the transaction price is reassessed at every period end and updated for changes such as resolution of uncertain events. Any change in the transaction price is allocated to the performance obligations on the same basis as at contract inception, or to a single performance obligation as applicable. The Company accounts for the exercise of a material right as either a contract modification or as a continuation of the existing contract, as is most appropriate based on the facts and circumstances.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">Management may be required to exercise considerable judgment in estimating revenue to be recognized. Judgment is required in identifying performance obligations, estimating the transaction price, estimating the SSP of identified performance obligations, which may include forecasted revenue, development timelines, reimbursement rates for personnel costs, discount rates and probabilities of technical and regulatory success, and estimating the progress towards satisfaction of performance obligations.</div> <div style="margin-top:18pt">Comprehensive Loss</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">Comprehensive loss is composed of net loss and certain changes in stockholders' equity that are excluded from net loss, primarily unrealized gains or losses on the Company's marketable securities.</div> <div style="margin-top:18pt">Net Loss Per Share</div><div>
</div><div style="text-indent:27pt">Basic net loss per share is calculated by dividing the net loss by the weighted-average number of shares of common stock outstanding during the period, without consideration for common stock equivalents. Diluted net loss per share is the same as basic net loss per share, since the effects of potentially dilutive securities are antidilutive given the net loss for each period presented. The weighted-average common shares outstanding as of September 30, 2024 includes pre-funded warrants to purchase shares of common stock that were issued in connection with the February 2024 private placement, as discussed further in Note 7 - "Common Stock".</div> <div style="margin-top:18pt">Recently Issued Accounting Pronouncements</div><div style="margin-top:10pt;text-indent:27pt">In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update No. 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which is intended to improve reportable segment disclosure requirements primarily through enhanced disclosures about significant***~~

~~***segment expenses. The amendments in this Update are effective for all public entities for fiscal years beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024, with early adoption permitted. The guidance is to be applied retrospectively to all prior periods presented in the financial statements. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its consolidated financial statements and related disclosures.</div><div style="margin-top:10pt;text-indent:27pt">In December 2023, the FASB issued Accounting Standards Update No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which requires that an entity, on an annual basis, disclose additional income tax information, primarily related to the rate reconciliation and income taxes paid. The amendments in this Update are effective to be applied prospectively for annual periods beginning after December 15, 2024, with early adoption permitted. The Company has not early adopted this update, and is currently evaluating the impact of the new standard on its income tax disclosures.</div><div style="margin-top:10pt;text-indent:27pt">In November 2024, the FASB issued Accounting Standards Update No. 2024-03, Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses, which is intended to improve the disclosures of expenses by providing more detailed information about the types of expenses in commonly presented expense captions. The amendments in this update are effective for annual reporting periods beginning after December 15, 2026, and interim reporting periods beginning after December 15, 2027. Early adoption is permitted. The amendments can be applied either prospectively or retrospectively. The Company has not early adopted this update, and is currently evaluating the impact of this new standard on its consolidated financial statements and related disclosures.</div> Fair Value Measurements<div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">Assets and liabilities measured at fair value at each balance sheet date are as follows (in thousands):</div><div style="margin-bottom:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.214%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.723%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span***~~

~~***style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Assets:</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash equivalents:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">75,600 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"***~~

~~style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">75,600 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Short-term marketable securities: </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">U.S. government treasuries</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">703,259 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">703,259 </td><td~~

~~style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,386 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,386 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">Commercial paper</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,278 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,278 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Long-term marketable securities:</td><td colspan="3" style="background-~~

~~color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">U.S. government treasuries</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">415,891 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">415,891 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,572 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,572 </td><td~~

style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Total</td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">1,194,750 </td><td style="background-color:#cceeff;border-
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align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">72,236 </td><td style="background-color:#cceeff;border-
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align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">— </td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">1,266,986 </td><td style="background-color:#cceeff;border-
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align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
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style="display:none"></td><td colspan="3" style="display:none"></td><td

colspan="3" style="display:none"></td></tr></table></div><div style="text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.053%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.884%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Assets:</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash equivalents:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-

~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">121,034 </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">— </td><td style="background-color:#cceeff;padding:2px 1pt
2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</td><td style="background-color:#cceeff;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">—
</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px
0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$
</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">121,034 </td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
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colspan="3" style="display:none"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">Short-term marketable securities:
</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td>
<td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3"
style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">U.S. government treasuries</td>
<td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">869,172 </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td~~

~~colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">— </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">— </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">869,172 </td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="background-
color:#ffffff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">U.S. government agency securities</td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">— </td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">7,086 </td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0
1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">—
</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-
color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">7,086 </td><td style="background-color:#ffffff;padding:2px
1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
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color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Commercial paper</td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">— </td><td style="background-color:#cceeff;padding:2px 1pt
2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">31,147 </td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0~~

~~1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,147 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Total</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">990,206 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">38,233 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-~~

~~align:bottom">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,028,439 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div style="text-indent:27pt">
</div><div style="margin-bottom:10pt;text-indent:27pt">The Company’s Level 2 securities are valued using third-party pricing sources. The pricing services utilize industry standard valuation models, including both income and market-based approaches, for which all significant inputs are observable, either directly or indirectly.</div><div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">The Company has not transferred any assets or liabilities between the fair value measurement levels for the nine months ended September 30, 2024 or for the year ended December 31, 2023.</div> <div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">Assets and liabilities measured at fair value at each balance sheet date are as follows (in thousands):</div><div style="margin-bottom:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.214%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.723%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-~~

~~height:100%">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Assets:</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash equivalents:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">75,600 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-~~

color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</td><td style="background-color:#cceeff;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">—
</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px
0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$
</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">75,600 </td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">
</td><td colspan="3" style="display:none"></td><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">
</td><td colspan="3" style="display:none"></td><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">Short-term marketable securities:
</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td>
<td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3"
style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">U.S. government treasuries</td>
<td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">703,259 </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">— </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">— </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">703,259 </td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-

~~align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td~~
~~colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>~~
~~<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">~~
~~</td><td colspan="3" style="display:none"></td><td colspan="3"~~
~~style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td~~
~~colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25pt;text-~~
~~align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-~~
~~serif;font-size:8pt;font-weight:400;line-height:100%">Corporate debt~~
~~securities</td><td colspan="2" style="background-color:#ffffff;padding:2px~~
~~0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">— ~~
~~</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-~~
~~align:right;vertical-align:bottom"></td><td colspan="3" style="background-~~
~~color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-~~
~~color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">16,386 </td><td style="background-color:#ffffff;padding:2px~~
~~1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"~~
~~style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"~~
~~style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-~~
~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">— </td><td style="background-~~
~~color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td~~
~~colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"~~
~~style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-~~
~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">16,386 </td><td~~
~~style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-~~
~~align:bottom"></td></tr><tr><td colspan="3" style="background-~~
~~color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">Commercial paper</td><td colspan="2" style="background-~~
~~color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">— </td><td style="background-color:#cceeff;padding:2px 1pt~~
~~2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"~~
~~style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"~~
~~style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-~~
~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">26,278 </td><td~~
~~style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-~~
~~align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0~~
~~1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px~~
~~1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">— ~~
~~</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-~~
~~align:right;vertical-align:bottom"></td><td colspan="3" style="background-~~
~~color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-~~
~~color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">26,278 </td><td style="background-~~
~~color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td>~~
~~</tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px~~
~~13pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Long-term~~
~~marketable securities:</td><td colspan="3" style="background-~~
~~color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-~~

color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">U.S. government treasuries</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">415,891 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">415,891 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">Corporate debt securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,572 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,572 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-

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align:bottom"></td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Total</span></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</span></td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">1,194,750 </span></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</span></td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">72,236 </span></td><td style="background-color:#cceeff;border-
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align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</span></td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">— </span></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</span></td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">1,266,986 </span></td><td style="background-color:#cceeff;border-
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align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">
</td><td colspan="3" style="display:none"></td><td colspan="3"
style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">
</td><td colspan="3" style="display:none"></td><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">
</td><td colspan="3" style="display:none"></td><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td></tr></table></div><div style="text-
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~~align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.053%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.720%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.884%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 1</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 2</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Level 3</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Total</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Assets:</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Cash equivalents:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">Money market funds</td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~

~~size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">121,034 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">121,034 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Short-term marketable securities: </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">U.S. government treasuries</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">869,172 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"~~

~~style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">869,172 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">U.S. government agency securities</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,086 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">7,086 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 25pt;text-align:left;vertical-align:bottom">Commercial paper</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,147 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px~~

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1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">— </span>
</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">31,147 </span></td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td>
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colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
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colspan="3" style="display:none"></td></tr><tr><td colspan="3"
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align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">Total</span></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</span></td><td style="background-color:#ffffff;border-bottom:3pt
double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">990,206 </span></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</span></td><td style="background-color:#ffffff;border-bottom:3pt
double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">38,233 </span></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</span></td><td style="background-color:#ffffff;border-bottom:3pt
double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
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~~size:8pt;font-weight:400;line-height:100%">— </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,028,439 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div> 75600000 0 0 75600000 703259000 0 0 703259000 0 16386000 0 16386000 0 26278000 0 26278000 415891000 0 0 415891000 0 29572000 0 29572000 1194750000 72236000 0 1266986000 121034000 0 0 121034000 869172000 0 0 869172000 0 7086000 0 7086000 0 31147000 0 31147000 990206000 38233000 0 1028439000 Marketable Securities<div style="margin-top:10pt;text-indent:27pt">All marketable securities were considered available-for-sale at September 30, 2024 and December 31, 2023. On a recurring basis, the Company records its marketable securities at fair value using Level 1 or Level 2 inputs as discussed in Note 2, "Fair Value Measurements". The amortized cost, gross unrealized holding gains or losses, and fair value of the Company’s marketable securities by major security type at each balance sheet date are summarized in the tables below (in thousands):</div><div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:40.085%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.006%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span~~

style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Amortized Cost</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Holding Gains</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Holding Losses</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Short-term marketable securities:</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">U.S. government treasuries(1)</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">701,700 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">1,565 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-

align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">703,259 </td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr>
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</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3"
style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><div style="padding-left:18pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Corporate
debt securities</div></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">16,279 </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">107 </td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">—
</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">16,386 </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td>
</tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-
align:left;vertical-align:bottom"><div style="padding-left:18pt"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Commercial paper</div></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">26,278 </td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0
1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">—
</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-
color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">— </td><td style="background-color:#ffffff;padding:2px 1pt
2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-

~~size:8pt;font-weight:400;line-height:100%">26,278 </td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Total short-term marketable securities</div></td><td
colspan="2" style="background-color:#cceeff;border-top:1pt solid
#000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">744,257 </td><td style="background-color:#cceeff;border-
top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
colspan="2" style="background-color:#cceeff;border-top:1pt solid
#000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">1,672 </td><td style="background-color:#cceeff;border-
top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
colspan="2" style="background-color:#cceeff;border-top:1pt solid
#000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">(6)</td><td style="background-color:#cceeff;border-top:1pt
solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td>
<td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
colspan="2" style="background-color:#cceeff;border-top:1pt solid
#000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">745,923 </td><td style="background-color:#cceeff;border-
top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px
1pt;text-align:left;vertical-align:bottom"><div><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Long-term
marketable securities:</div></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div
style="padding-left:18pt"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">U.S. government
treasuries<span style="color:#000000;font-family:'Arial',sans-serif;font-
size:5.2pt;font-weight:400;line-height:100%;position:relative;top:-2.8pt;vertical-
align:baseline">(2)</div></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">412,031 </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">3,861 </td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px~~

~~1pt;text-align:right;vertical-align:bottom">(1)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">415,891 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">Corporate debt securities</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,217 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">355 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">29,572 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Total long-term marketable securities</div></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">441,248 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,216 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~

~~height:100%">(1)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">445,463 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Total</div></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,185,505 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">5,888 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(7)</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,191,386 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>____</div><div style="margin-top:4pt;padding-left:18pt;text-indent:-18pt">(1)<span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-~~

weight:400;line-height:120%;padding-left:11.65pt">Unrealized holding losses on 1 security with an aggregate fair value of $59.9 million.</div><div style="padding-left:18pt;text-indent:-18pt">(2)Unrealized holding losses on 1 security with an aggregate fair value of $5.0 million.</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:40.085%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.006%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31, 2023</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized Cost</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Holding Gains</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Holding Losses</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Short-term marketable securities:</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">U.S. government treasuries</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-

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height:100%">$</span></td><td style="background-color:#ffffff;padding:2px 0;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">868,174 </span></td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</span></td><td style="background-
color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">998 </span></td><td style="background-color:#ffffff;padding:2px 1pt
2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td style="background-
color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</span></td><td style="background-color:#ffffff;padding:2px 0;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">— </span>
</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0
2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</span>
</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">869,172 </span></td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div
style="padding-left:18pt"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">U.S. government agency
securities</span><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:5.2pt;font-weight:400;line-height:100%;position:relative;top:-2.8pt;vertical-
align:baseline">(1)</span></div></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">7,089 </span></td><td style="background-color:#cceeff;padding:2px
1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">— </span></td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">(3)</span></td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">7,086 </span></td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
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~~align:bottom"><div style="padding-left:18pt"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Commercial~~
~~paper</div></td><td colspan="2" style="background-~~
~~color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">31,147 </td><td style="background-color:#ffffff;padding:2px~~
~~1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"~~
~~style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"~~
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~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">— </td><td style="background-~~
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~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">31,147 </td><td~~
~~style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-~~
~~align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td~~
~~colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>~~
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~~colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>~~
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~~style="display:none"></td></tr><tr><td colspan="3" style="background-~~
~~color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">Total</div></td><td style="background-color:#cceeff;border-~~

~~bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">906,410 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">998 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(3)</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">907,405 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>____</div><div style="margin-top:4pt;padding-left:18pt;text-indent:-18pt">(1)Unrealized holding losses on 2 securities with an aggregate fair value of $7.1 million.</div><div style="margin-top:10pt;text-indent:27pt"> As of September 30, 2024 and December 31, 2023, some of the Company's marketable securities were in an unrealized loss position. The Company has not recognized an allowance for credit losses as of September 30, 2024 or December 31, 2023. The Company determined that it had the ability and intent to hold all marketable securities that have been in a continuous loss position until maturity or recovery. Further, a majority of these marketable securities are held in U.S. government~~

securities, and the remainder were initially, and continue to be, held with investment grade, high credit quality institutions. All marketable securities with unrealized losses as of each balance sheet date have been in a loss position for less than twelve months or the loss is not material.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">As of September 30, 2024, all of the Company’s marketable securities have an effective maturity of less than two years.</div> The amortized cost, gross unrealized holding gains or losses, and fair value of the Company’s marketable securities by major security type at each balance sheet date are summarized in the tables below (in thousands):<div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:40.085%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.006%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">September 30, 2024</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Amortized Cost</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Holding Gains</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Holding Losses</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Short-term marketable securities:</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">U.S.

~~government treasuries<span style="color:#000000;font-family:'Arial',sans-
serif;font-size:5.2pt;font-weight:400;line-
height:100%;position:relative;top:-2.8pt;vertical-align:baseline">(1)</div>
</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">701,700 </td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0
1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">1,565 </td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0
1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">(6)</td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">703,259 </td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr>
<tr><td colspan="3" style="display:none"></td><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
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</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3"
style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><div style="padding-left:18pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Corporate
debt securities</div></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">16,279 </td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">107 </td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">—
</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-~~

~~align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">16,386 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">Commercial paper</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,278 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,278 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Total short-term marketable securities</div></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">744,257 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,672 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(6)</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">745,923 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">~~

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</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px
1pt;text-align:left;vertical-align:bottom"><div><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Long-term
marketable securities:</span></div></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div
style="padding-left:18pt"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">U.S. government
treasuries</span><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:5.2pt;font-weight:400;line-height:100%;position:relative;top:-2.8pt;vertical-
align:baseline">(2)</span></div></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">412,031 </span></td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">3,861 </span></td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(1)</span>
</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">415,891 </span></td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td>
</tr><tr><td colspan="3" style="display:none"></td><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
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</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><div style="padding-left:18pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Corporate
debt securities</span></div></td><td colspan="2" style="background-
color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">29,217 </span></td><td style="background-color:#ffffff;padding:2px
1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">355 </span></td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0
1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px
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~~1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">— ~~
~~</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-~~
~~align:right;vertical-align:bottom"></td><td colspan="3" style="background-~~
~~color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-~~
~~color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">29,572 </td><td style="background-color:#ffffff;padding:2px~~
~~1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"~~
~~style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-~~
~~align:bottom"><div><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">Total long-term marketable~~
~~securities</div></td><td colspan="2" style="background-~~
~~color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-~~
~~align:right;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">441,248 </td><td style="background-color:#cceeff;border-~~
~~top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">~~
~~</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td~~
~~colspan="2" style="background-color:#cceeff;border-top:1pt solid~~
~~#000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">4,216 </td><td style="background-color:#cceeff;border-~~
~~top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">~~
~~</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td~~
~~colspan="2" style="background-color:#cceeff;border-top:1pt solid~~
~~#000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">(1)</td><td style="background-color:#cceeff;border-top:1pt~~
~~solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td>~~
~~<td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td~~
~~colspan="2" style="background-color:#cceeff;border-top:1pt solid~~
~~#000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">445,463 </td><td style="background-color:#cceeff;border-~~
~~top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">~~
~~</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px~~
~~1pt;text-align:left;vertical-align:bottom"><div><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">Total</div></td><td style="background-color:#ffffff;border-~~
~~bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px~~
~~1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$~~
~~</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-~~
~~top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">1,185,505 </td><td style="background-color:#ffffff;border-~~
~~bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px~~
~~0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-~~
~~color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-~~
~~bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px~~
~~1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$~~
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~~top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom"><span~~
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~~height:100%">5,888 </td><td style="background-color:#ffffff;border-~~

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~~height:100%">(7)</td><td style="background-color:#ffffff;border-~~
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~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">1,191,386 </td><td style="background-color:#ffffff;border-~~
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~~style="color:#000000;font-family:'Arial',sans-serif;font-size:6pt;font-weight:400;line-~~
~~height:120%">____</div><div~~
~~style="margin-top:4pt;padding-left:18pt;text-indent:-18pt"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:5.2pt;font-~~
~~weight:400;line-height:120%;position:relative;top:-2.8pt;vertical-align:baseline">(1)~~
~~<span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-~~
~~weight:400;line-height:120%;padding-left:11.65pt">Unrealized holding losses on 1~~
~~security with an aggregate fair value of $59.9 million.</div><div~~
~~style="padding-left:18pt;text-indent:-18pt"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:5.2pt;font-weight:400;line-~~
~~height:120%;position:relative;top:-2.8pt;vertical-align:baseline">(2)<span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:120%;padding-left:11.65pt">Unrealized holding losses on 1 security with an~~
~~aggregate fair value of $5.0 million.</div><div>
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~~<div><table style="border-collapse:collapse;display:inline-table;margin-~~
~~bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%">~~
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~~style="width:1.0%"></td><td style="width:13.002%"></td><td style="width:0.1%">~~
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~~colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-~~
~~height:100%">December 31, 2023</td></tr><tr><td colspan="3"~~
~~style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid~~
~~#000000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-~~
~~height:100%">Amortized Cost</td><td colspan="3" style="border-top:1pt~~
~~solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid~~
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~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Unrealized Holding Gains</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Unrealized Holding Losses</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate Fair Value</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Short-term marketable securities:</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">U.S. government treasuries</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">868,174 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">998 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">869,172 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-~~

~~color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div~~
~~style="padding-left:18pt"><span style="color:#000000;font-family:'Arial',sans-~~
~~serif;font-size:8pt;font-weight:400;line-height:100%">U.S. government agency~~
~~securities<span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:5.2pt;font-weight:400;line-height:100%;position:relative;top:-2.8pt;vertical-~~
~~align:baseline">(1)</div></td><td colspan="2" style="background-~~
~~color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">7,089 </td><td style="background-color:#cceeff;padding:2px~~
~~1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"~~
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~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">(3)</td><td style="background-~~
~~color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td~~
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~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">7,086 </td><td~~
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~~colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-~~
~~align:bottom"><div style="padding-left:18pt"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Commercial~~
~~paper</div></td><td colspan="2" style="background-~~
~~color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">31,147 </td><td style="background-color:#ffffff;padding:2px~~
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color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
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1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</span>
</td><td style="background-color:#cceeff;border-bottom:3pt double
#000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">906,410 </span></td><td
style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt
solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td>
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bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">998 </span>
</td><td style="background-color:#cceeff;border-bottom:3pt double
#000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
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1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</span>
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#000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">(3)</span></td><td style="background-
color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid
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~~#000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">907,405 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>____</div><div style="margin-top:4pt;padding-left:18pt;text-indent:-18pt">(1) Unrealized holding losses on 2 securities with an aggregate fair value of $7.1 million.</div> 701700000 1565000 6000 703259000 16279000 107000 0 16386000 26278000 0 0 26278000 744257000 1672000 6000 745923000 412031000 3861000 1000 415891000 29217000 355000 0 29572000 441248000 4216000 1000 445463000 1185505000 5888000 7000 1191386000 1 59900000 1 5000000.0 868174000 998000 0 869172000 7089000 0 3000 7086000 31147000 0 0 31147000 906410000 998000 3000 907405000 2 7100000 0 0 P2Y Acquisition and Research and Development Funding Collaboration Agreement<div style="margin-top:18pt">Acquisition of F-star Gamma</div><div style="margin-top:10pt;text-indent:27pt">In August 2016, the Company entered into a License and Collaboration Agreement (“F-star Collaboration Agreement”) with F-star Gamma Limited (“F-star Gamma”), F-star Biotechnologische Forschungs-und Entwicklungsges M.B.H ("F-star GmbH") and F-star Biotechnology Limited ("F-star Ltd") (collectively, “F-star”) to leverage F-star’s modular antibody technology and the Company’s expertise in the development of therapies for neurodegenerative diseases. In May 2018, the Company exercised the pre-negotiated option agreement (the "Option Agreement") under the F-star Collaboration Agreement and entered into a Share Purchase Agreement (the “Purchase Agreement”) with the shareholders of F-star Gamma and Shareholder Representative Services LLC, pursuant to which the Company acquired all of the outstanding shares of F-star Gamma (the “Acquisition”). The details of the Acquisition are further described in Note 4, "Acquisition", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K.</div><div style="margin-top:10pt;text-indent:27pt">As of September 30, 2024, the Company had paid consideration of $49.8 million in the aggregate consisting of up-front, preclinical, and clinical contingent consideration, all of which was recorded as research and development expense as incurred. This amount includes a $30.0 million contingent consideration payment which was triggered and recorded as research and development expense in March 2023 upon the achievement of a specified clinical milestone in the ETV:IDS program. This contingent consideration payment fully satisfies the Company's clinical contingent consideration obligations under the Purchase Agreement. There was no contingent consideration expense recognized for the three and nine months ended September 30, 2024 or the three months ended September 30, 2023.</div><div style="margin-top:18pt"><span~~

~~***style="color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-style:italic;font-weight:700;line-height:120%">Collaboration and Development Funding Agreement</div><div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">On January 29, 2024, the Company entered into a Collaboration and Development Funding Agreement with an unrelated third party, pursuant to which this third party will provide up to $75.0 million of funding and collaborate with the Company to conduct a global Phase 2a study of BIIB122/DNL151 in patients with Parkinson’s disease and confirmed pathogenic variants of LRRK2.</div><div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">Pursuant to this agreement, an upfront payment of $12.5 million was received in January 2024, and a further payment of $12.5 million was received in July 2024, with the remainder to be paid upon achievement of operational milestones in the study. After the full $75.0 million in consideration has been paid, the third party will be eligible to receive low single-digit royalties from the Company on annual worldwide net sales of LRRK2 inhibitors for the treatment of Parkinson’s disease. </div><div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">The Company determined that this arrangement is an R&D funding arrangement under ASC 730. As the third party is sharing in the risk associated with research and development activities with the Company, the development funding is recognized as an obligation to perform contractual services. Accordingly, payments received will be recorded as a liability, and recognized by the Company as a reduction to research and development expenses over the estimated Phase 2a study period as the underlying research and development costs are incurred. R&D funding under this arrangement of $2.5 million and $4.8 million offset research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss for the three and nine months ended September 30, 2024, respectively. As of September 30, 2024, $16.3 million and $3.9 million of current and non-current deferred research and development funding liability were recorded on the Condensed Consolidated Balance Sheet, respectively.</div> 49800000 30000000 0 0 0 75000000 12500000 12500000 75000000 2500000 4800000 16300000 3900000 Collaboration Agreements<div style="margin-top:18pt">Biogen</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">In October 2020, the Company entered into a Definitive Collaboration and License Agreement (“LRRK2 Agreement”), pursuant to which it granted Biogen a license to co-develop and co-commercialize its small molecule LRRK2 inhibitor program (the “LRRK2 Program”), and a Right of First Negotiation, Option and License Agreement (the “ROFN and Option Agreement”), pursuant to which it granted an option and right of first negotiation to certain of the Company's programs utilizing our TV technology platform, including its amyloid beta program (collectively the "Biogen Collaboration Agreement"), with Biogen Inc.’s subsidiaries, Biogen MA Inc. (“BIMA”) and Biogen International GmbH (“BIG”) (BIMA and BIG, collectively, “Biogen”). The details of the Biogen Collaboration Agreement, the August 2023 amendment to the ROFN and Option Agreement, and the payments the Company has***~~

~~***received, and is entitled to receive, are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the 2023 Annual Report on Form 10-K. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">In April 2023, Biogen exercised its option to license Denali’s ATV:Abeta program which was previously concluded to be a material right, triggering payment of a $5.0 million option fee which was received in May 2023 and allocated to the material right in its entirety. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">On July 26, 2024, Denali and Biogen executed a Side Letter to the ROFN and Option Agreement, pursuant to which, effective as of the date of the Side Letter, Biogen terminated its license to the ATV:Abeta program enabled by Denali’s TfR-targeting technology against amyloid beta for the potential treatment of Alzheimer's disease, and granted Denali rights to data generated during the collaboration. The side letter also effected the immediate termination of the ROFN and Option Agreement; as such, the Company expects to receive no future milestone or royalty payments from Biogen related to the ATV:Abeta program. There were no changes to the terms of the LRRK2 Agreement during the three and nine months ended September 30, 2024 or 2023. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The Company has no remaining performance obligations under the Biogen Collaboration Agreement, and therefore no contract liability remained on the Condensed Consolidated Balance Sheets as of September 30, 2024 or December 31, 2023. As of December 31, 2023, Biogen was no longer considered a related party as defined in ASC 850.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">As of September 30, 2024, the Company has not recorded milestone revenue or product sales under the Biogen Collaboration Agreement.</div><div style="margin-top:18pt">Sanofi</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">In October 2018, the Company entered into a Collaboration and License Agreement ("Sanofi Collaboration Agreement") with Genzyme Corporation, a wholly owned subsidiary of Sanofi S.A. ("Sanofi"). The details of the Sanofi Collaboration Agreement and the payments the Company has received, and is entitled to receive, are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K. The Company has no remaining performance***~~

~~***obligations under the Sanofi Collaboration Agreement, and therefore no contract liability remains on the Condensed Consolidated Balance Sheets as of September 30, 2024 or December 31, 2023. As of September 30, 2024, the Company had earned milestone payments of $100.0 million and had not recorded any product sales under the Sanofi Collaboration Agreement. </div><div style="margin-top:18pt">Takeda </div><div style="margin-top:10pt;text-indent:27pt">In January 2018, the Company entered into a Collaboration and Option Agreement ("Takeda Collaboration Agreement") with Takeda Pharmaceutical Company Limited ("Takeda"). The details of the Takeda Collaboration Agreement are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K. There are no remaining performance obligations or potential payments remaining under the initial Takeda Collaboration Agreement. </div><div style="margin-top:10pt;text-indent:27pt">The opt-in by Takeda on the PTV:PGRN and ATV:TREM2 programs represented two new contracts with a customer for accounting purposes (the "PTV:PGRN Collaboration Agreement" and the "ATV:TREM2 Collaboration Agreement"), both of which became effective in December 2021. The details of the PTV:PGRN Collaboration Agreement and the ATV:TREM2 Collaboration Agreement are further described in Note 5, "Collaboration Agreements", to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K.</div><div style="margin-top:10pt;text-indent:27pt">As of September 30, 2024, the Company had earned an aggregate of $10.0 million in option fee payments and $10.0 million in milestone payments from Takeda under the PTV:PGRN and ATV:TREM2 Collaboration Agreements, and had not recorded any product sales under either agreement. </div><div style="margin-top:18pt">Collaboration Revenue</div><div style="margin-top:10pt;text-indent:27pt">Revenue disaggregated by collaboration agreement and performance obligation is as follows (in thousands): </div><div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.807%"></td><td style="width:0.1%">***~~

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</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9"
style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">Three Months Ended September 30,</span></td><td colspan="3"
style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-
align:center;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Nine Months
Ended September 30,</span></td></tr><tr><td colspan="3" style="padding:0 1pt">
</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-
align:center;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">2024</span>
</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td
colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-
align:center;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">2023</span>
</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-
top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">2024</span></td><td colspan="3" style="border-top:1pt solid
#000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid
#000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">2023</span></td></tr><tr><td colspan="3" style="background-
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style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Takeda Collaboration Agreement:</span></td><td colspan="3"
style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td>
</tr><tr><td colspan="3" style="display:none"></td><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">
</td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><div style="padding-left:18pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">PTV:PGRN
Collaboration Agreement</span><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:5.2pt;font-weight:400;line-
height:100%;position:relative;top:-2.8pt;vertical-align:baseline">(1)</span></div>
</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</span></td><td
style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">— </span></td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</span></td><td style="background-
color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
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~~height:100%">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total Takeda Collaboration Revenue</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,000 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Sanofi Collaboration Agreement</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt"><span~~

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style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">CNS Program License</span><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:5.2pt;font-weight:400;line-
height:100%;position:relative;top:-2.8pt;vertical-align:baseline">(2)</span></div>
</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">— </span>
</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">— </span></td><td style="background-color:#cceeff;padding:2px 1pt
2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">— </span></td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">25,000 </span></td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
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style="display:none"></td></tr><tr><td colspan="3" style="background-
color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Total Sanofi Collaboration Revenue</span></td><td colspan="2"
style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">— </span>
</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt
2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">— </span>
</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt
2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">— </span>
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~~color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,267 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,619 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total Biogen Collaboration Revenue</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"> — </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,267 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">295,531 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total Collaboration Revenue</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-~~

~~bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">1,267 </td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">— </td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">330,531 </td><td style="background-color:#cceeff;border-
bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-
bottom:4pt"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:6pt;font-weight:400;line-
height:120%">____</div><div
style="padding-left:18pt;text-indent:-18pt"><span style="background-
color:#ffffff;color:#000000;font-family:'Arial',sans-serif;font-size:5.2pt;font-
weight:400;line-height:120%;position:relative;top:-2.8pt;vertical-align:baseline">(1)
<span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-
weight:400;line-height:120%;padding-left:11.65pt">Revenue for the nine months
ended September 30, 2023 from a specified clinical milestone in the Phase 1/2 study
of DNL593 in patients with frontotemporal dementia-granulin (FTD-GRN).
</div><div style="padding-left:18pt;text-indent:-18pt"><span style="background-
color:#ffffff;color:#000000;font-family:'Arial',sans-serif;font-size:5.2pt;font-
weight:400;line-height:120%;position:relative;top:-2.8pt;vertical-align:baseline">(2)
<span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-
weight:400;line-height:120%;padding-left:11.65pt">Revenue for the nine months
ended September 30, 2023 from a milestone payment triggered and received in
January 2023 upon the commencement of dosing in a Phase 2 study of
SAR443820/DNL788 in individuals with multiple sclerosis.</div><div
style="padding-left:18pt;text-indent:-18pt"><span style="background-
color:#ffffff;color:#000000;font-family:'Arial',sans-serif;font-size:5.2pt;font-
weight:400;line-height:120%;position:relative;top:-2.8pt;vertical-align:baseline">(3)
<span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-
weight:400;line-height:120%;padding-left:11.65pt">Revenue for the nine months
ended September 30, 2023 was associated with Biogen exercising its option to license
Denali’s ATV:Abeta program which was previously concluded to be a material right,~~

~~$288.9 million of which was included in the contract liability balance at the beginning of the period and $5.0 million of which was an option exercise fee received in April 2023.</div><div style="padding-left:18pt;text-indent:-18pt">(4)Revenue for the three and nine months ended September 30, 2023 was included in the contract liability balance at the beginning of the period. </div><div style="margin-top:18pt">Cost Sharing Payments and Reimbursements</div><div style="margin-top:10pt;text-indent:27pt">Cost sharing payments to collaboration partners recorded as expenses in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss, and cost sharing reimbursements from collaboration partners recorded as an offset to expense in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss are as follows (in thousands):</div><div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.807%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Takeda Collaboration Agreement:</td><td colspan="3" style="background-~~

~~color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td>
</tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-
align:left;vertical-align:bottom"><div style="padding-left:18pt"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">PTV:PGRN cost sharing (reimbursements)</div></td><td
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">(1,211)</td><td style="background-color:#ffffff;padding:2px
1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td style="background-
color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</td><td style="background-color:#ffffff;padding:2px 0;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(1,777)
</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0
2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$
</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">(3,549)</td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0
1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">(5,120)</td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div
style="padding-left:18pt"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">ATV:TREM2 cost sharing
(reimbursements)</div></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">(208)</td><td style="background-color:#cceeff;padding:2px
1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">(1,018)</td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px~~

~~1pt;text-align:right;vertical-align:bottom">(936)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,279)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Total Takeda cost sharing (reimbursements)(1)</div></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,419)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,795)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,485)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9,399)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Biogen Collaboration Agreement: LRRK2 cost sharing payments(2)</div></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,965 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,378 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-~~

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family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">14,194 </span></td><td style="background-
color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">14,504 </span></td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="background-
color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">Net cost sharing payments (reimbursements)</span></div></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</span></td><td style="background-color:#ffffff;border-bottom:3pt
double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">3,546 </span></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</span></td><td style="background-color:#ffffff;border-bottom:3pt
double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">583 </span></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</span></td><td style="background-color:#ffffff;border-bottom:3pt
double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">9,709 </span></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</span></td><td style="background-color:#ffffff;border-bottom:3pt
double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">5,105 </span></td><td
style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid
#000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr>
</table><span style="color:#000000;font-family:'Arial',sans-serif;font-size:6pt;font-
weight:400;line-height:120%">________________________________</span></div><div
style="padding-left:18pt;text-indent:-18pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:5.2pt;font-weight:400;line-
height:120%;position:relative;top:-2.8pt;vertical-align:baseline">(1)</span><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
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~~height:120%;padding-left:11.65pt">Cost sharing reimbursements of $1.4 million and $2.7 million were recorded as a receivable within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively. </div><div style="padding-left:18pt;text-indent:-18pt">(2)Cost sharing payments due to Biogen of $5.0 million and $3.2 million were recorded within accounts payable on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively.</div> 5000000 0 0 0 0 0 0 0 0 0 0 0 0 100000000.0 0 0 2 10000000 10000000 0 <div style="margin-top:10pt;text-indent:27pt">Revenue disaggregated by collaboration agreement and performance obligation is as follows (in thousands): </div><div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.807%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Takeda Collaboration Agreement:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"~~

~~style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">PTV:PGRN Collaboration Agreement(1)</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,000 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total Takeda Collaboration Revenue</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— ~~

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</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">293,912 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">Option Research Services(4)</div></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,267 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,619 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total Biogen Collaboration Revenue</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid

~~#000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,267 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">295,531 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total Collaboration Revenue</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,267 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">330,531 </td><td style="background-color:#cceeff;border-~~

~~***bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:4pt">____</div><div style="padding-left:18pt;text-indent:-18pt">(1) Revenue for the nine months ended September 30, 2023 from a specified clinical milestone in the Phase 1/2 study of DNL593 in patients with frontotemporal dementia-granulin (FTD-GRN).</div><div style="padding-left:18pt;text-indent:-18pt">(2) Revenue for the nine months ended September 30, 2023 from a milestone payment triggered and received in January 2023 upon the commencement of dosing in a Phase 2 study of SAR443820/DNL788 in individuals with multiple sclerosis.</div><div style="padding-left:18pt;text-indent:-18pt">(3) Revenue for the nine months ended September 30, 2023 was associated with Biogen exercising its option to license Denali’s ATV:Abeta program which was previously concluded to be a material right, $288.9 million of which was included in the contract liability balance at the beginning of the period and $5.0 million of which was an option exercise fee received in April 2023.</div>(4) Revenue for the three and nine months ended September 30, 2023 was included in the contract liability balance at the beginning of the period. 0 0 0 10000000 0 0 0 10000000 0 0 0 25000000 0 0 0 25000000 0 0 0 293912000 0 1267000 0 1619000 0 1267000 0 295531000 0 1267000 0 330531000 288900000 5000000 <div style="margin-top:10pt;text-indent:27pt">Cost sharing payments to collaboration partners recorded as expenses in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss, and cost sharing reimbursements from collaboration partners recorded as an offset to expense in research and development expenses in the Condensed Consolidated Statements of Operations and Comprehensive Loss are as follows (in thousands):</div><div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.807%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-***~~

align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Takeda Collaboration Agreement:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">PTV:PGRN cost sharing (reimbursements)</div></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1,211)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(1,777)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(3,549)</td><td

~~style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(5,120)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:18pt">ATV:TREM2 cost sharing (reimbursements)</div></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(208)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,018)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(936)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,279)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Total Takeda cost sharing (reimbursements)(1)</div></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,419)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(2,795)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(4,485)</td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td~~

~~colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9,399) </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr> <td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Biogen Collaboration Agreement: LRRK2 cost sharing payments(2) </div></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,965 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,378 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,194 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">14,504 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Net cost sharing payments (reimbursements)</div></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">3,546 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">583 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td~~

~~***style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">9,709 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,105 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table>_________________________________</div><div style="padding-left:18pt;text-indent:-18pt">(1)Cost sharing reimbursements of $1.4 million and $2.7 million were recorded as a receivable within prepaid expenses and other current assets on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively. </div><div style="padding-left:18pt;text-indent:-18pt">(2)Cost sharing payments due to Biogen of $5.0 million and $3.2 million were recorded within accounts payable on the Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023, respectively.</div> -1211000 -1777000 -3549000 -5120000 -208000 -1018000 -936000 -4279000 -1419000 -2795000 -4485000 -9399000 4965000 3378000 14194000 14504000 3546000 583000 9709000 5105000 1400000 2700000 5000000 3200000 Commitments and Contingencies<div style="margin-bottom:10pt;margin-top:18pt">Lease Obligations</div><div style="margin-top:10pt;text-indent:27pt">In May 2018, the Company entered into an operating lease for its corporate headquarters in South San Francisco (the "Headquarters Lease"), as further described in Note 8, "Commitments and Contingencies," to the consolidated financial statements in the Company's 2023 Annual Report on Form 10-K. In August 2021, the Company entered into a lease for laboratory, office and warehouse premises in Salt Lake City, Utah. In March 2023, the Company terminated this lease, which resulted in the recognition of $7.9 million of accelerated depreciation on leasehold improvements in the nine months ended <span style="color:#000000;font-***~~

~~family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:120%">September 30, 2023. </div><div style="margin-top:10pt;text-indent:27pt">In April 2023, the Company entered into a lease in Salt Lake City (the “SLC Lease”) for a 59,336 square foot laboratory, office and warehouse premises with a contractual term of approximately 15 years upon commencement, and undiscounted lease payments of approximately $13.4 million, which was subsequently amended in October 2023. The accounting lease commencement date was determined to be August 1, 2024, the date the Company was deemed to have obtained control over the property, at which time the lease was determined to be a finance lease and the lease liability and ROU asset were recorded on the Condensed Consolidated Balance Sheet. Included in the ROU asset as of September 30, 2024 are $33.1 million of assets purchased by the Company, which are considered to be owned by the landlord.</div><div style="margin-top:10pt;text-indent:27pt">Management exercised judgment in applying the requirements of ASC 842, including the determination as to whether certain contracts contain a lease, lease classification, the lease consideration, the commencement date of the leases, and for leases identified under the standard, the discount rate used to determine the measurement of the lease liability. The discount rates of the Company's operating and finance leases are an approximation of the Company's incremental borrowing rate and are dependent upon the term and economics of the agreement. To estimate the incremental borrowing rate, management considers observable debt yields of comparable market instruments, as well as benchmarks within the lease agreement that may be indicative of the rate implicit in the lease. There were no changes to the terms of the leases recognized under ASC 842 during the three and nine months ended September 30, 2024.</div><div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">Operating lease costs were $1.9 million and $5.8 million for the three and nine months ended September 30, 2024,~~

respectively, and $1.9 million and $6.1 million for the three and nine months ended September 30, 2023, respectively. Variable lease costs were $1.6 million and $3.9 million for the three and nine months ended September 30, 2024, respectively, and $1.3 million and $3.3 million for the three and nine months ended September 30, 2023, respectively. Finance lease costs representing amortization of ROU assets and interest on lease liability were $0.4 million and $0.1 million, respectively, for both the three and nine months ended September 30, 2024. There was no finance lease cost for the three and nine months ended September 30, 2023.</div><div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">The following tables contain a summary of other information pertaining to the Company’s leases for the periods presented (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.807%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-

family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;text-indent:-7.5pt;vertical-align:bottom">Operating cash flows from operating lease</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,885 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,793 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,532 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,552 </td><td style="background-color:#cceeff;border-

top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">
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style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
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style="display:none"></td></tr></table></div><div><table style="border-
collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-
bottom;width:100.000%"><tr><td style="width:1.0%"></td><td
style="width:37.361%"></td><td style="width:0.1%"></td><td style="width:1.0%">
</td><td style="width:13.803%"></td><td style="width:0.1%"></td><td
style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%">
</td><td style="width:1.0%"></td><td style="width:13.803%"></td><td
style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%">
</td><td style="width:0.1%"></td><td style="width:1.0%"></td><td
style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%">
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style="width:1.0%"></td><td style="width:13.807%"></td><td style="width:0.1%">
</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt">
</td><td colspan="21" style="background-color:#ffffff;border-bottom:1pt solid
#000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-
align:center"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:700;line-height:100%">As of September 30,</div></td>
</tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9"
style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-
align:center;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">2024
</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td
colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-
align:center;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">2023
</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px
1pt;text-align:left;vertical-align:bottom"><div><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Weighted-
average remaining lease term (in years):</div></td><td colspan="9"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="9"
style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><div style="text-indent:4.5pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Operating
lease</div></td><td colspan="9" style="background-
color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">4.6 years</td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-
color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">5.6 years</td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-
indent:4.5pt"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">Finance lease</div></td><td
colspan="9" style="background-color:#cceeff;padding:2px 1pt;text-

~~align:center;vertical-align:bottom">14.5 years</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="9" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">—</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Weighted-average discount rate applied (%):</div></td><td colspan="9" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;text-indent:4.5pt;vertical-align:bottom">Operating lease</td><td colspan="9" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">9.0%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="9" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">9.0%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;text-indent:4.5pt;vertical-align:bottom">Finance lease</td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">13.7%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">—%</td></tr></table></div><div style="margin-top:10pt;text-indent:27pt">The following table reconciles the undiscounted cash flows for the next five years and total of the remaining years to the operating and finance lease liabilities recorded in the Condensed Consolidated Balance Sheet as of September 30, 2024 (in thousands):</div><div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:35.117%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.921%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:29.669%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.921%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:29.672%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Year Ended December 31:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Operating Lease</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center"><span~~

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style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">Finance Lease</span></div></td></tr><tr><td colspan="3"
style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-
align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">2024 (three months)</span>
</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px
1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</span>
</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">2,885 </span></td><td style="background-color:#cceeff;border-
top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px
1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</span>
</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">191 </span>
</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt
2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">2025</span></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">11,793 </span></td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0
1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">777 </span>
</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"
style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">2026</span></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2"
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">12,182 </span></td><td
style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">794 </span>
</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">2027</span></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
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~~size:8pt;font-weight:400;line-height:100%">12,584 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">811 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,001 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">829 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,381 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,661 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total undiscounted lease payments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,826 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,063 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: present value adjustment</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~

~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(9,940)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: imputed interest</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7,381)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total future minimum lease payments</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">46,886 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,682 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:18pt">Indemnification</div><div style="margin-top:10pt;text-indent:27pt">In the ordinary course of business, the Company may provide indemnifications of varying scope and terms to vendors, lessors, business partners, board members, officers, and other parties with respect to certain matters, including, but not limited to, losses arising out of breach of such agreements, services to be provided by the Company, negligence or willful misconduct of the Company, violations of law by the Company, or from intellectual property infringement claims made by third parties. In addition,~~

~~***the Company has entered into indemnification agreements with directors and certain officers and employees that will require the Company, among other things, to indemnify them against certain liabilities that may arise by reason of their status or service as directors, officers or employees. No demands have been made upon the Company to provide indemnification under such agreements, and thus, there are no claims that the Company is aware of that could have a material effect on the Company’s Condensed Consolidated Balance Sheets, Condensed Consolidated Statements of Operations and Comprehensive Loss, or Condensed Consolidated Statements of Cash Flows.</div><div style="margin-top:18pt">Commitments</div><div style="margin-top:10pt;text-indent:27pt">In September 2017, the Company entered into a Development and Manufacturing Services Agreement as amended (“DMSA”) with Lonza Sales AG (“Lonza”) for the development and manufacture of biologic products. Under the DMSA, the Company will execute purchase orders based on project plans authorizing Lonza to provide development and manufacturing services with respect to certain of the Company's antibody and enzyme products, and will pay for the services provided and batches delivered in accordance with the DMSA and project plan. Unless earlier terminated, the DMSA will expire when all development and manufacturing services are completed, which is not expected to be before January 2028. As of September 30, 2024 and December 31, 2023, the Company had total non-cancellable purchase commitments under the DMSA of $23.4 million and $37.6 million, respectively.</div><div style="margin-top:10pt;text-indent:27pt">During the three months ended September 30, 2024 and 2023, the Company incurred costs of $6.0 million and $10.4 million, respectively, and made payments of $1.9 million and $12.8 million, respectively, for the development and manufacturing services rendered under the DMSA. During the nine months ended September 30, 2024 and 2023, the Company incurred costs of $28.6 million and $26.5 million, respectively, and made payments of $32.2 million and $24.9 million, respectively, for the development and manufacturing services rendered under the DMSA.</div><div style="margin-top:10pt;text-indent:27pt">In the normal course of business, the Company enters into other firm purchase commitments primarily related to research and development activities. The Company had contractual obligations under certain clinical and manufacturing agreements other than the DMSA of $25.6 million and $34.8 million, as of September 30, 2024 and December 31, 2023, respectively, with certain amounts subject to cost sharing with Takeda.</div><div style="margin-top:18pt"> Contingencies</div><div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt"><span***~~

~~style="color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:120%">From time to time, the Company may be involved in lawsuits, arbitration, claims, investigations and proceedings consisting of intellectual property, employment and other matters which arise in the ordinary course of business. The Company records accruals for loss contingencies to the extent that the Company concludes that it is probable that a liability has been incurred and the amount of the related loss can be reasonably estimated.</div> 7900000 59336 P15Y 13400000 33100000 1900000 5800000 1900000 6100000 1600000 3900000 1300000 3300000 400000 400000 100000 100000 0 0 0 0 <div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">The following tables contain a summary of other information pertaining to the Company’s leases for the periods presented (in thousands):</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.807%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td~~

~~colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;text-indent:-7.5pt;vertical-align:bottom">Operating cash flows from operating lease</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,885 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,793 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,532 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">8,552 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:37.361%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%">~~

</td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.803%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:13.807%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="21" style="background-color:#ffffff;border-bottom:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">As of September 30,</div></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Weighted-average remaining lease term (in years):</div></td><td colspan="9" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="9" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-indent:4.5pt">Operating lease</div></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">4.6 years</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">5.6 years</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-indent:4.5pt">Finance lease</div></td><td colspan="9" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">14.5 years</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="9" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">—</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Weighted-average discount rate applied (%):</div></td><td colspan="9" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;text-indent:4.5pt;vertical-align:bottom">Operating

~~lease</td><td colspan="9" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">9.0%</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="9" style="background-color:#cceeff;padding:2px 1pt;text-align:center;vertical-align:bottom">9.0%</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;text-indent:4.5pt;vertical-align:bottom">Finance lease</td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">13.7%</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">—%</td></tr></table></div> 2885000 2793000 8532000 8552000 P4Y7M6D P5Y7M6D P14Y6M 0.090 0.090 0.137 0 <div style="margin-top:10pt;text-indent:27pt">The following table reconciles the undiscounted cash flows for the next five years and total of the remaining years to the operating and finance lease liabilities recorded in the Condensed Consolidated Balance Sheet as of September 30, 2024 (in thousands):</div><div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:35.117%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.921%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:29.669%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.921%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:29.672%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Year Ended December 31:</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Operating Lease</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Finance Lease</div></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">2024 (three months)</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">2,885 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td~~

~~style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">191 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,793 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">777 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,182 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">794 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,584 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">811 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,001 </td><td~~

~~style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">829 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Thereafter</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">4,381 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">9,661 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total undiscounted lease payments</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">56,826 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">13,063 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: present value adjustment</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(9,940)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Less: imputed interest</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— ~~

~~***</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(7,381)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Total future minimum lease payments</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">46,886 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">5,682 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 2885000 191000 11793000 777000 12182000 794000 12584000 811000 13001000 829000 4381000 9661000 56826000 13063000 9940000 0 0 7381000 46886000 5682000 23400000 37600000 6000000.0 10400000 1900000 12800000 28600000 26500000 32200000 24900000 25600000 34800000 Common Stock<div style="margin-top:10pt;text-indent:27pt">On February 27, 2024, the Company entered into a securities purchase agreement (the "Purchase Agreement") with certain investors for the private placement of (i) 3,244,689 shares of Denali's common stock at a price of $17.07 per share and (ii) pre-funded warrants to purchase an aggregate of 26,046,065 shares of Denali's common stock (the "Pre-Funded Warrants") at a purchase price of $17.06 per Pre-Funded Warrant, which represents the per share price for the common stock less the $0.01 exercise price. The private placement closed on February 29, 2024, at which time the Company received aggregate net proceeds of approximately $499.3 million, after deducting issuance costs of approximately $0.5 million.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The Pre-Funded Warrants were classified as a component of permanent equity in the Company’s consolidated balance sheet as they are freestanding financial instruments that are immediately exercisable, do not embody an obligation for the Company to repurchase its shares and permit the holders to receive a fixed number of shares of common stock upon exercise. All of the Pre-Funded Warrants issued in the private placement were outstanding as of September 30, 2024.</div> 3244689 17.07 26046065 17.06 0.01 499300000 500000 Stock-Based Awards<div style="margin-top:10pt;text-indent:27pt"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-***~~

weight:400;line-height:120%">The Company has issued stock-based awards from
various equity incentive and stock purchase plans, as more fully described in Note 9,
"Stock-Based Awards" to the consolidated financial statements in the Company's
2023 Annual Report on Form 10-K.</div><div style="margin-top:18pt">
<span style="color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-
style:italic;font-weight:700;line-height:120%">Stock Option Activity</div>
<div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:10pt;font-
weight:400;line-height:120%">The following table summarizes stock option activity
for the nine months ended September 30, 2024:</div><div style="margin-
bottom:10pt;margin-top:10pt"><table style="border-collapse:collapse;display:inline-
table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td
style="width:1.0%"></td><td style="width:53.226%"></td><td style="width:0.1%">
</td><td style="width:1.0%"></td><td style="width:21.335%"></td><td
style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%">
</td><td style="width:0.1%"></td><td style="width:1.0%"></td><td
style="width:21.338%"></td><td style="width:0.1%"></td></tr><tr><td
colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px
1pt;text-align:left;vertical-align:bottom"><div style="text-align:center"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">Number of Options</div></td><td colspan="3"
style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-
align:left;vertical-align:bottom"><div style="text-align:center"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">Weighted-Average<span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">
</div><div style="text-align:center"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">Exercise Price</div></td></tr><tr><td colspan="3"
style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">Balance at December 31, 2023
</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid
#000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">16,490,551 </td><td style="background-color:#cceeff;border-
top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px
1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$
</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">27.34 </td><td style="background-color:#cceeff;border-
top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px
1pt;text-align:left;vertical-align:bottom"><div style="padding-left:12pt"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Granted</div></td><td colspan="2" style="background-
color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">4,498,161 </td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-

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size:8pt;font-weight:400;line-height:100%">20.30 </span></td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div
style="padding-left:12pt"><span style="color:#000000;font-family:'Arial',sans-
serif;font-size:8pt;font-weight:400;line-height:100%">Exercised</span></div></td>
<td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(744,389)
</span></td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">13.47 </span></td><td style="background-color:#cceeff;padding:2px
1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><div style="padding-left:12pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Forfeited</span></div></td><td colspan="2" style="background-
color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">(1,663,311)</span></td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">31.29 </span></td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="background-
color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">Balance at September 30, 2024</span></td><td colspan="2"
style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">18,581,012 </span></td><td style="background-color:#cceeff;border-
top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td
style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</span></td><td style="background-
color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">25.84 </span></td><td style="background-color:#cceeff;padding:2px
1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;text-
indent:-12pt;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Vested and
expected to vest at September 30, 2024</span></td><td colspan="2"
style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-
align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">17,771,141 </span></td><td style="background-color:#ffffff;border-
top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">
</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-
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~~align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">26.98 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Exercisable at September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,543,850 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">27.89 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div>
</div><div style="text-indent:27pt">The estimated fair value of stock options granted to employees were calculated using the Black-Scholes option-pricing model using the following assumptions:</div><div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.226%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.335%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.338%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Expected term (in years)</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">5.50 - 6.08</div></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-~~

~~color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">5.50 - 6.08</div></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Volatility</div></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">64.5% - 66.0%</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">67.9% - 69.6%</div></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Risk-free interest rate</div></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">3.7% - 4.5%</div></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">3.4% - 4.3%</div></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Dividend yield</div></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">—</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">—</td></tr></table></div><div style="margin-top:18pt">Restricted Stock Activity</div><div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">The following table summarizes restricted stock unit ("RSU") activity for the nine months ended September 30, 2024:</div><div style="margin-bottom:10pt;margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.226%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.335%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.338%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of RSU shares</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average Fair Value at Date of Grant per Share</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~

height:100%">Unvested at December 31, 2023</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,635,157 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">35.60 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,347,721 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20.49 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Vested and released</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,261,137)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">37.07 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(727,400)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28.85 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-

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height:100%">Unvested and expected to vest at September 30, 2024</span></td><td
colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-
top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">
<span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-
weight:400;line-height:100%">3,994,341 </span></td><td style="background-
color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px
1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td style="background-
color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">$</span></td><td style="background-color:#cceeff;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">27.48 </span></td><td style="background-color:#cceeff;padding:2px
1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
</tr></table></div><div style="margin-top:18pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:10pt;font-style:italic;font-weight:700;line-
height:120%">Stock-Based Compensation Expense</span></div><div style="margin-
bottom:10pt;margin-top:10pt;text-indent:27pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:10pt;font-weight:400;line-height:120%">The
Company’s results of operations include expenses relating to stock-based
compensation as follows (in thousands):</span></div><div style="margin-
bottom:10pt;margin-top:10pt"><table style="border-collapse:collapse;display:inline-
table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td
style="width:1.0%"></td><td style="width:28.226%"></td><td style="width:0.1%">
</td><td style="width:1.0%"></td><td style="width:16.047%"></td><td
style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%">
</td><td style="width:0.1%"></td><td style="width:1.0%"></td><td
style="width:16.047%"></td><td style="width:0.1%"></td><td style="width:0.1%">
</td><td style="width:0.441%"></td><td style="width:0.1%"></td><td
style="width:1.0%"></td><td style="width:16.047%"></td><td style="width:0.1%">
</td><td style="width:0.1%"></td><td style="width:0.441%"></td><td
style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.050%">
</td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0
1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:700;line-height:100%">Three Months Ended September 30,
</span></td><td colspan="3" style="padding:0 1pt"></td><td colspan="9"
style="padding:2px 1pt;text-align:center;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">Nine Months Ended September 30,</span></td></tr><tr><td
colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid
#000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">2024</span></td><td colspan="3" style="border-top:1pt solid
#000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid
#000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-
height:100%">2023</span></td><td colspan="3" style="padding:0 1pt"></td><td
colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-
align:center;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">2024</span>
</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td
colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-
align:center;vertical-align:bottom"><span style="color:#000000;font-
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~~family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Research and development</div></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">14,141 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">15,821 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,847 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,795 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>General and administrative</div></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,719 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,638 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">32,953 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-~~

align:bottom">34,319 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:12pt">Total</div></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">24,860 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">27,459 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">77,800 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">82,114 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> <div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">The following table summarizes stock option activity for the nine months ended September 30, 2024:</div><div style="margin-bottom:10pt;margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.226%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.335%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.338%">

~~</td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0~~
~~1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-~~
~~align:bottom"><div style="text-align:center"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Number of~~
~~Options</div></td><td colspan="3" style="padding:0 1pt"></td><td~~
~~colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div~~
~~style="text-align:center"><span style="color:#000000;font-family:'Arial',sans-~~
~~serif;font-size:8pt;font-weight:700;line-height:100%">Weighted-Average~~
~~<span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-~~
~~weight:400;line-height:100%"> </div><div style="text-align:center"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-~~
~~height:100%">Exercise Price</div></td></tr><tr><td colspan="3"~~
~~style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-~~
~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">Balance at December 31, 2023~~
~~</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid~~
~~#000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">16,490,551 </td><td style="background-color:#cceeff;border-~~
~~top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">~~
~~</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td~~
~~style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px~~
~~1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$~~
~~</td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px~~
~~0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">27.34 </td><td style="background-color:#cceeff;border-~~
~~top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">~~
~~</td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px~~
~~1pt;text-align:left;vertical-align:bottom"><div style="padding-left:12pt"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">Granted</div></td><td colspan="2" style="background-~~
~~color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">4,498,161 </td><td style="background-~~
~~color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td~~
~~colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"~~
~~style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-~~
~~align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~
~~size:8pt;font-weight:400;line-height:100%">20.30 </td><td~~
~~style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-~~
~~align:bottom"></td></tr><tr><td colspan="3" style="background-~~
~~color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div~~
~~style="padding-left:12pt"><span style="color:#000000;font-family:'Arial',sans-~~
~~serif;font-size:8pt;font-weight:400;line-height:100%">Exercised</div></td>~~
~~<td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-~~
~~align:right;vertical-align:bottom"><span style="color:#000000;font-~~
~~family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(744,389)~~
~~</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-~~
~~align:right;vertical-align:bottom"></td><td colspan="3" style="background-~~
~~color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-~~
~~color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span~~
~~style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~
~~height:100%">13.47 </td><td style="background-color:#cceeff;padding:2px~~
~~1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3"~~
~~style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-~~

~~align:bottom"><div style="padding-left:12pt">Forfeited</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,663,311)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31.29 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">18,581,012 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">25.84 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;text-indent:-12pt;vertical-align:bottom">Vested and expected to vest at September 30, 2024</td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">17,771,141 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">26.98 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Exercisable at September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,543,850 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px~~

~~0 2px 1pt;text-align:left;vertical-align:bottom">$ </td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">27.89 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td> <td colspan="3" style="display:none"></td></tr></table></div> 16490551 27.34 4498161 20.30 744389 13.47 1663311 31.29 18581012 25.84 17771141 26.98 11543850 27.89 <div style="text-indent:27pt">The estimated fair value of stock options granted to employees were calculated using the Black-Scholes option-pricing model using the following assumptions:</div> <div>
</div><div><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:53.226%"></td><td style="width:0.1%"></td><td style="width:1.0%"> </td><td style="width:21.335%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"> </td><td style="width:1.0%"></td><td style="width:21.338%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Expected term (in years)</div></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">5.50 - 6.08</div></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">5.50 - 6.08</div></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Volatility</div></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">64.5% - 66.0%</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">67.9% - 69.6%</div></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~

~~height:100%">Risk-free interest rate</div></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">3.7% - 4.5% </div></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">3.4% - 4.3%</div></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Dividend yield</div></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">— </td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">—</td></tr></table></div> P5Y6M P6Y29D P5Y6M P6Y29D 0.645 0.660 0.679 0.696 0.037 0.045 0.034 0.043 0 0 <div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">The following table summarizes restricted stock unit ("RSU") activity for the nine months ended September 30, 2024:</div><div style="margin-bottom:10pt;margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"> </td><td style="width:53.226%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.335%"></td><td style="width:0.1%"> </td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:21.338%"> </td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Number of RSU shares</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Weighted-Average Fair Value at Date of Grant per Share</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested at December 31, 2023 </td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">3,635,157 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"> </td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$ </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">35.60 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"> </td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~

~~height:100%">Granted</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">2,347,721 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20.49 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Vested and released</td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,261,137)</td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">37.07 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Forfeited</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(727,400)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">28.85 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Unvested and expected to vest at September 30, 2024</td><td colspan="2" style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"> 3,994,341 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;padding:2px 0;text-align:right;vertical-align:bottom">27.48 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td> </tr></table></div> 3635157 35.60 2347721 20.49 1261137 37.07 727400 28.85~~

~~3994341 3994341 27.48 27.48 <div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">The Company’s results of operations include expenses relating to stock-based compensation as follows (in thousands): </div><div style="margin-bottom:10pt;margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:28.226%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.047%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.047%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.047%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.050%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Research and development</div></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">14,141 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~

~~height:100%">15,821 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">44,847 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">47,795 </td><td style="background-color:#cceeff;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div>General and administrative</div></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">10,719 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,638 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">32,953 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">34,319 </td><td style="padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:12pt">Total</div></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">24,860 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span~~

style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">27,459 </td><td style="background-color:#cceeff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">77,800 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">82,114 </td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 14141000 15821000 44847000 47795000 10719000 11638000 32953000 34319000 24860000 27459000 77800000 82114000 Net Loss Per Share<div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">Since the Company was in a loss position for all periods presented, basic net loss per share is the same as diluted net loss per share for all periods as the inclusion of all potential shares of common stock outstanding would have been anti-dilutive. The following table sets forth the computation of basic and diluted net loss per share (in thousands, except share and per share amounts): </div><div style="margin-bottom:10pt;margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:41.047%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.842%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.842%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.842%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.844%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30, </td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom"><span style="color:#000000;font-

~~family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Numerator:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Net loss</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(107,192)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(99,353)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(308,020)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-~~

~~serif;font-size:8pt;font-weight:400;line-height:100%">$</td><td
style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">(25,751)</td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr style="height:13pt"><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3"
style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3"
style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><div><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:700;line-height:100%">Denominator:</div></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3"
style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3"
style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-
align:bottom"><div style="padding-left:12pt"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">Weighted
average number of:</div></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-
color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-
color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-
indent:24pt"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">Common stock shares
outstanding</div></td><td colspan="2" style="background-
color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">143,410,923 </td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">137,644,534 </td><td
style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0
1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px
1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:100%">142,151,719 </td><td style="background-
color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td
colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2"
style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-~~

~~size:8pt;font-weight:400;line-height:100%">137,076,199 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-indent:24pt">Private placement pre-funded warrants</div></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,046,065 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,437,606 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:24pt;text-indent:-12pt">Total</div></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">169,456,988 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">137,644,534 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">162,589,325 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">137,076,199 </td><td style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;text-indent:-12pt;vertical-align:bottom">Net loss per~~

share</td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(0.63)
</td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(0.72)
</td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(1.89)
</td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(0.19)
</td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">
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style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
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colspan="3" style="display:none"></td></tr><tr><td colspan="3"
style="display:none"></td><td colspan="3" style="display:none"></td><td
colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
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colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td>
<td colspan="3" style="display:none"></td><td colspan="3" style="display:none">
</td><td colspan="3" style="display:none"></td><td colspan="3"

~~style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div><div style="margin-bottom:10pt;margin-top:10pt;text-indent:27pt">Potentially dilutive securities, including options issued and outstanding, Employee Stock Purchase Plan (“ESPP”) shares issuable, and restricted shares subject to future vesting that were not included in the diluted per share calculations for the periods presented because they would be anti-dilutive totaled approximately 22.7 million and 20.7 million shares as of September 30, 2024 and September 30, 2023, respectively.</div> The following table sets forth the computation of basic and diluted net loss per share (in thousands, except share and per share amounts):<div style="margin-bottom:10pt;margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:41.047%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.842%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.842%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.842%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.844%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended September 30,</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended September 30,</td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom">Numerator:</td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid~~

~~#000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 13pt;text-align:left;vertical-align:bottom">Net loss</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(107,192)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(99,353)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(308,020)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">(25,751)</td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr style="height:13pt"><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div>Denominator:</div></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="padding-left:12pt">Weighted average number of:</div></td><td colspan="3" style="background-~~

~~color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-indent:24pt">Common stock shares outstanding</div></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">143,410,923 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">137,644,534 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">142,151,719 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">137,076,199 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#cceeff;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-indent:24pt">Private placement pre-funded warrants</div></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">26,046,065 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">20,437,606 </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">— </td><td style="background-color:#cceeff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-~~

align:bottom"><div style="padding-left:24pt;text-indent:-12pt"><span
style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-
height:120%">Total</div></td><td colspan="2" style="background-
color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">169,456,988 </td><td
style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-
color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">137,644,534 </td><td
style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
align:right;vertical-align:bottom"></td><td colspan="3" style="background-
color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-
color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">162,589,325 </td><td
style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
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color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-
color:#ffffff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">137,076,199 </td><td
style="background-color:#ffffff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-
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style="background-color:#cceeff;padding:2px 1pt 2px 13pt;text-align:left;text-
indent:-12pt;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:700;line-height:120%">Net loss per
share</td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(0.63)
</td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(0.72)
</td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-
align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0
1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double
#000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-
align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-
size:8pt;font-weight:400;line-height:100%">$</td><td style="background-
color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px
0;text-align:right;vertical-align:bottom"><span style="color:#000000;font-
family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-height:100%">(1.89)
</td><td style="background-color:#cceeff;border-bottom:3pt double

~~#000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">$</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(0.19)</td><td style="background-color:#cceeff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr></table></div> -107192000 -99353000 -308020000 -25751000 143410923 137644534 142151719 137076199 26046065 0 20437606 0 169456988 169456988 137644534 137644534 162589325 162589325 137076199 137076199 -0.63 -0.63 -0.72 -0.72 -1.89 -1.89 -0.19 -0.19 22700000 20700000 Divestiture of Preclinical Small Molecule Programs<div style="margin-top:10pt;text-indent:27pt">On March 1, 2024, the Company divested certain assets, including specified intellectual property, tangible assets, and equipment used to conduct early stage small molecule drug discovery ("Divested Assets") through an Asset Purchase and License Agreement (the "Asset Purchase Agreement") executed with a venture-backed private company ("VBPC"). Additionally, certain of the Company’s employees terminated their employment with the Company and became employees of VBPC. </div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">In exchange for the Divested Assets, the Company received equity consideration in the form of a simple agreement for future equity (“SAFE”), equal to $15.0 million of equity in VBPC’s next financing round or, if VBPC’s next equity financing does not occur prior to December 31, 2024, a number of shares of preferred stock issued in VBPC’s previous round of equity financing prior to this agreement equal to $15.0 million divided by the price per share paid by investors in that previous equity financing. The Company may also be eligible to receive certain market valuation, development and sales based milestone payments up to approximately $1.2 billion in the form of either cash or equity at the election of VBPC. The Company will also be entitled to receive future royalties on aggregate net sales of any products that bind to certain identified targets, on a product-by-product~~

~~and country-by-country basis during the periods of time commencing at the time of the first commercial sale of such product in such country, until the later of (i) the expiration of certain related patents, (ii) the expiration of Regulatory Exclusivity, or (iii) ten years after such first commercial sale.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">Concurrently, VBPC and the Company also entered into a sublease for 12,985 square feet of office and lab space within the Company's corporate headquarters, and transition and research services agreement ("Service Agreements"). The sublease commenced in May 2024 and continues for a period of approximately ten months, with two optional six month extension periods. The Service Agreements allow Denali to provide access to equipment and provision of certain specified administrative and research services to VBPC for a period up to the end of the sublease term. </div><div style="text-indent:27pt">This divestiture did not meet the criteria for reporting discontinued operations as the sale does not represent a strategic shift in the Company’s business. The Company recognized a gain on divestiture of approximately $14.5 million in the Condensed Consolidated Statements of Operations and Comprehensive Loss during the nine months ended September 30, 2024, representing the difference between the fair value of the consideration received and the carrying amount of the Divested Assets.</div><div style="text-indent:27pt">
</div><div style="text-indent:27pt">The Company recorded the SAFE at $15.0 million based on the expected value of the equity to be received within other non-current assets in the Condensed Consolidated Balance Sheet. The SAFE remains outstanding as of September 30, 2024.</div> 15000000 15000000 1200000000 P10Y 12985 P10M 2 P6M 14500000 15000000 <div style="margin-top:10pt;text-indent:27pt">Our policy governing transactions in our securities by our directors, officers, and employees permits our officers, directors and employees to enter into trading plans complying with Rule 10b5-1 under the Securities Exchange Act of 1934, as amended. As disclosed in the table below, during the third quarter of 2024, certain directors adopted a “Rule 10b5-1 trading arrangement”. These plans provide for the sale of our common stock and are intended to satisfy the affirmative defense in Rule 10b5-1(c).</div><div style="margin-top:10pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:18.611%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:23.098%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.601%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.047%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:16.047%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.441%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:17.973%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Name</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Position</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">~~

~~Date of Plan Adoption</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Scheduled End Date of Trading Arrangement(1)</div></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Maximum Total Shares of Common Stock to be Sold Under the Plan(2)</div></td></tr><tr><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">David Schenkein</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Director</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">8/12/2024</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">2/15/2026</td><td colspan="3" style="background-color:#cceeff;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">110,524 </td><td style="background-color:#cceeff;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Ryan Watts</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">Chief Executive Officer</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">9/16/2024</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">8/1/2025</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom"><span style="color:#000000;font-family:'Arial',sans-serif;font-size:8pt;font-weight:400;line-~~

~~height:100%">495,282 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div>____</div><div style="margin-top:4pt;padding-left:18pt;text-indent:-18pt">(1)In each case, the trading arrangement may expire on an earlier date if and when all transactions under the arrangement are completed.</div>(2)This amount represents the maximum total shares that could be sold under the plan, but the amounts may change for executive officers due to the sale of shares to satisfy tax withholding requirements. David Schenkein Director 8/12/2024 true 2/15/2026 110524 Ryan Watts Chief Executive Officer 9/16/2024 true 8/1/2025 495282 false false false~~ ~~Includes related-party collaboration revenue from customers of $1.3 million and $295.5 million for the three and nine months ended September 30, 2023, respectively.~~ ~~Includes expenses for cost sharing payments due to a related party of $3.4 million and $14.5 million for the three and nine months ended September 30, 2023, respectively.~~