0000950170-24-12237710-Q Prelude Therapeutics Inc 20241106202411061627201627211627211627211

company, or an emerging growth company. See the definitions of â€œlarge accelerated filer,â€ â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act. Â Large accelerated filer â˜ Accelerated filer â˜ Â Â Â Â Non-accelerated filer â˜’ Smaller reporting company â˜’ Â Â Â Â Â Â Â Â Â Â Emerging growth company Â â˜’ Â If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to 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). Yes â˜ No â˜’ As of November 4, 2024, the registrant had 55,035,170 shares of voting and non-voting common stock, $0.0001 par value per share, outstanding. Â Â Table of Contents Â Page PART I. FINANCIAL INFORMATION Item 1. Financial Statements 1 Balance Sheets (Unaudited) 1 Statements of Operations and Comprehensive Loss (Unaudited) 2 Statements of Changes in Stockholdersâ€™ Equity (Unaudited) 3 Statements of Cash Flows (Unaudited) 5 Notes to Unaudited Interim Financial Statements 6 Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations 18 Item 3. Quantitative and Qualitative Disclosures About Market Risk 28 Item 4. Controls and Procedures 28 PART II. OTHER INFORMATION Â Item 1. Legal Proceedings 29 Item 1A. Risk Factors 29 Item 2. Unregistered Sales of Equity Securities and Use of Proceeds 30 Item 3. Defaults Upon Senior Securities 30 Item 4. Mine Safety Disclosures 30 Item 5. Other Information 30 Item 6. Exhibits 31 Signatures 32 Â i Â PART Iâ€”FINANCIAL INFORMATION Item 1. Financial Statements. PRELUDE THERAPEUTICS INCORPORATED BALANCE SHEETS Â (in thousands, except share data) Â September 30,2024 Â Â December 31,2023 Â Assets Â (unaudited) Â Â Â Â Current assets: Â Â Â Â Â Â Cash and cash equivalents Â $ 11,134 Â Â $ 25,291 Â Marketable securities Â Â 142,492 Â Â Â 207,644 Â Prepaid expenses and other current assets Â Â 2,761 Â Â Â 2,654 Â Total current assets Â Â 156,387 Â Â Â 235,589 Â Restricted cash Â Â 4,044 Â Â Â 4,044 Â Property and equipment, net Â Â 7,202 Â Â Â 7,325 Â Operating lease right-of-use asset Â Â 29,182 Â Â Â 30,412 Â Other assets Â Â 405 Â Â Â 295 Â Total assets Â $ 197,220 Â Â $ 277,665 Â Liabilities and stockholdersâ€™ equity Â Â Â Â Â Â Current liabilities: Â Â Â Â Â Â Accounts payable Â $ 5,921 Â Â $ 4,580 Â Accrued expenses and other current liabilities Â Â 13,579 Â Â Â 15,768 Â Operating lease liability Â Â 2,365 Â Â Â 1,481 Â Finance lease liability Â Â 359 Â Â Â â€” Â Total current liabilities Â Â 22,224 Â Â Â 21,829 Â Other liabilities Â Â 3,153 Â Â Â 3,339 Â Operating lease liability Â Â 15,412 Â Â Â 15,407 Â Total liabilities Â Â 40,789 Â Â Â 40,575 Â Commitments (Note 8) Â Â Â Â Â Â Stockholdersâ€™ equity: Â Â Â Â Â Â Voting common stock, $0.0001Â par value: 487,149,741Â shares authorized; 42,178,012Â and 42,063,995Â shares issued and outstanding at September 30, 2024 and December 31, 2023, respectively Â Â 4 Â Â Â 4 Â Non-voting common stock, $0.0001Â par value: 12,850,259Â shares authorized; 12,850,259Â shares issued and outstanding at both September 30, 2024 and December 31, 2023 Â Â 1 Â Â Â 1 Â Additional paid-in capital Â Â 711,091 Â Â Â 693,252 Â Accumulated other comprehensive income Â Â 167 Â Â Â 223 Â Accumulated deficit Â Â (554,832) Â Â (456,390) Total stockholdersâ€™ equity Â Â 156,431 Â Â Â 237,090 Â Total liabilities and stockholdersâ€™ equity Â $ 197,220 Â Â $ 277,665 Â See accompanying notes to unaudited interim financial statements. 1 Â PRELUDE THERAPEUTICS INCORPORATED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (UNAUDITED) Â Â Â Three Months Ended September 30, Â Â Nine Months Ended September 30, Â (in thousands, except share and per share data) Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Revenue from license agreement Â $ 3,000 Â Â $ â€” Â Â $ 3,000 Â Â $ â€” Â Â Â Â Â Â Â Â Â Â Operating expenses Â Â Â Â Â Â Â Â Â Â Research and development Â Â 29,457 Â Â Â 26,261 Â Â Â 86,375 Â Â Â 73,061 Â General and administrative Â Â 7,919 Â Â Â 7,124 Â Â Â 22,508 Â Â Â 21,837 Â Total operating expenses Â Â 37,376 Â Â Â 33,385 Â Â Â 108,883 Â Â Â 94,898 Â Loss from operations Â Â (34,376) Â Â (33,385) Â Â (105,883) Â Â (94,898) Other income, net Â Â 2,105 Â Â Â 2,777 Â Â Â 7,441 Â Â Â 6,141 Â Net loss Â $ (32,271) Â $ (30,608) Â $ (98,442) Â $ (88,757) Per share information: Â Â Â Â Â Â Â Â Â Â Net loss per share of common stock, basic and diluted Â $ (0.43) Â $ (0.45) Â $ (1.30) Â $ (1.55) Weighted average common shares outstanding, basic Â Â Â and diluted Â Â 75,855,949 Â Â Â 67,639,993 Â Â Â 75,784,902 Â Â Â 57,278,795 Â Comprehensive loss: Â Â Â Â Â Â Â Â Â Â Net loss Â $ (32,271) Â $ (30,608) Â $ (98,442) Â $ (88,757) Unrealized gain (loss) on marketable securities, net of tax Â Â 457 Â Â Â 106 Â Â Â (56) Â Â 1,087 Â Comprehensive loss Â $ (31,814) Â $ (30,502) Â $ (98,498) Â $ (87,670) Â See accompanying notes to unaudited interim financial statements. 2 Â PRELUDE THERAPEUTICS INCORPORATED STATEMENTS OF CHANGES IN STOCKHOLDERSâ€™ EQUITY (UNAUDITED) Â Â Â Â Â Â Voting common stock Â Â Non-voting commonstock Â Â Additional paid-in Â Â Accumulated other comprehensive Â Â Accumulated Â Â Â Â (in thousands, except shares) Â Shares Â Â Amount Â Â Shares Â Â Amount Â Â capital Â Â loss Â Â deficit Â Â Total Â Balance at January 1, 2024 Â Â 42,063,995 Â Â $ 4 Â Â Â 12,850,259 Â Â $ 1 Â Â $ 693,252 Â Â $ 223 Â Â $ (456,390) Â $ 237,090 Â Issuance of common stock upon exercise of stock options & vesting of RSUs, net of 4,285Â shares withheld for employee taxes Â Â 7,510 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (14) Â Â â€” Â Â Â â€” Â Â Â (14) Unrealized loss on marketable securities, net of tax Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (458) Â Â â€” Â Â Â (458) Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 5,547 Â Â Â â€” Â Â Â â€” Â Â Â 5,547 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (31,431) Â Â (31,431) Balance at March 31, 2024 Â Â 42,071,505 Â Â $ 4 Â Â Â 12,850,259 Â Â $ 1 Â Â $ 698,785 Â Â $ (235) Â $ (487,821) Â $ 210,734 Â Issuance of common stock upon exercise of stock options & vesting of RSU's, net of 3,722Â shares withheld for employee taxes Â Â 7,803 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (16) Â Â â€” Â Â Â â€” Â Â Â (16) Issuance of common stock under ESPP Â Â 78,916 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 255 Â Â Â â€” Â Â Â â€” Â Â Â 255 Â Unrealized loss on marketable securities, net of tax Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (55) Â Â â€” Â Â Â (55) Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 6,098 Â Â Â â€” Â Â Â â€” Â Â Â 6,098 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (34,740) Â Â (34,740) Balance at June 30, 2024 Â Â 42,158,224 Â Â $ 4 Â Â Â 12,850,259 Â Â $ 1 Â Â $ 705,122 Â Â $ (290) Â $ (522,561) Â $ 182,276 Â Issuance of common stock upon exercise of stock options & vesting of RSU's, net of 3,722Â shares withheld for employee taxes Â Â 19,788 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 43 Â Â Â â€” Â Â Â â€” Â Â Â 43 Â Unrealized gain on marketable securities Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 457 Â Â Â â€” Â Â Â â€” Â Â Â 457 Â Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 5,926 Â Â Â â€” Â Â Â â€” Â Â Â 5,926 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (32,271) Â Â (32,271) Balance at September 30, 2024 Â Â 42,178,012 Â Â $ 4 Â Â Â 12,850,259 Â Â $ 1 Â Â $ 711,091 Â Â $ 167 Â Â $ (554,832) Â $ 156,431 Â See accompanying notes to unaudited interim financial statements. 3 Â PRELUDE THERAPEUTICS INCORPORATED STATEMENTS OF CHANGES IN STOCKHOLDERSâ€™ EQUITY (CONTINUED) (UNAUDITED) Â Â Â Â Â Â Voting common stock Â Â Non-voting common stock Â Â Additional paid-in Â Â Accumulated other comprehensive Â Â Accumulated Â Â Â Â (in thousands, except shares) Â Shares Â Â Amount Â Â Shares Â Â Amount Â Â capital Â Â loss Â Â deficit Â Â Total Â Balance at January 1, 2023 Â Â 36,496,994 Â Â $ 4 Â Â Â 11,402,037 Â Â $ 1 Â Â $ 531,682 Â Â $ (1,692) Â $ (334,558) Â $ 195,437 Â Issuance of common stock upon exercise of stock options & vesting of RSUs Â Â 17,224 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 28 Â Â Â â€” Â Â Â â€” Â Â Â 28 Â Unrealized gain on marketable securities, net of tax Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 1,294 Â Â Â â€” Â Â Â â€” Â Â Â 1,294 Â Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 6,256 Â Â Â â€” Â Â Â â€” Â Â Â 6,256 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (27,718) Â Â (27,718) Balance at March 31, 2023 Â Â 36,514,218 Â Â $ 4 Â Â Â 11,402,037 Â Â $ 1 Â Â $ 537,966 Â Â $ (398) Â $ (362,276) Â $ 175,297 Â Issuance of common stock and prefunded warrants, net of issuance costs of $2.6Â million Â Â 5,312,978 Â Â Â â€” Â Â Â â€” Â Â Â 1,448,222 Â Â Â â€” Â Â Â 110,423 Â Â Â â€” Â Â Â â€” Â Â Â 110,423 Â Issuance of common stock upon exercise of stock options & vesting of RSU's Â Â 40,461 Â Â Â â€” Â Â Â â€” Â Â Â 3 Â Â Â â€” Â Â Â â€” Â Â Â 3 Â Issuance of common stock under ESPP Â Â 90,799 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 348 Â Â Â â€” Â Â Â â€” Â Â Â 348 Â Unrealized loss on marketable securities, net of tax Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (313) Â Â â€” Â Â Â (313) Stock-based compensation expense Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 6,733 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 6,733 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (30,431) Â Â (30,431) Balance at June 30, 2023 Â Â 41,958,456 Â Â $ 4 Â Â Â 12,850,259 Â Â $ 1 Â Â $ 655,473 Â Â $ (711) Â $ (392,707) Â $ 262,060 Â Issuance of common stock upon vesting of RSU's, net of 3,609Â shares withheld for employee taxes Â Â 7,016 Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (16) Â Â â€” Â Â Â â€” Â Â Â (16) Unrealized gain on marketable securities Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 106 Â Â Â â€” Â Â Â 106 Â Stock-based compensation expense, net of forfeitures of restricted stock awards Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â 6,715 Â Â Â â€” Â Â Â â€” Â Â Â 6,715 Â Net loss Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â â€” Â Â Â (30,608) Â Â (30,608) Balance at September 30, 2023 Â Â 41,965,472 Â Â $ 4 Â Â Â 12,850,259 Â Â $ 1 Â Â $ 662,172 Â Â $ (605) Â $ (423,315) Â $ 238,257 Â See accompanying notes to unaudited interim financial statements. 4 Â PRELUDE THERAPEUTICS INCORPORATED STATEMENTS OF CASH FLOWS (UNAUDITED) Â Â Â Nine months ended September 30, Â (in thousands) Â 2024 Â Â 2023 Â Cash flows used in operating activities: Â Â Â Â Â Net loss Â $ (98,442) Â $ (88,757) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Â Â Â Depreciation and amortization Â Â 1,283 Â Â Â 838 Â Noncash lease expense Â Â 1,203 Â Â Â 1,328 Â Stock-based compensation Â Â 17,571 Â Â Â 19,704 Â Amortization of premium and discount on marketable securities, net Â Â (3,688) Â Â (2,402) Changes in operating assets and liabilities: Â Â Â Â Â Â Prepaid expenses and other current assets Â Â (107) Â Â (2,053) Accounts payable Â Â 1,495 Â Â Â (1,805) Accrued expenses and other liabilities Â Â (2,375) Â Â (1,873) Long-term prepaid expenses and other long-term assets Â Â â€” Â Â Â (7,108) Operating lease liabilities Â Â 916 Â Â Â (1,357) Net cash used in operating activities Â Â (82,144) Â Â (83,485) Cash flows provided by investing activities: Â Â Â Â Â Â Purchases of marketable securities Â Â (45,366) Â Â (162,248) Proceeds from maturities of marketable securities Â Â 114,150 Â Â Â 122,250 Â Purchases of property and equipment Â Â (711) Â Â (2,384) Net cash provided by (used in) investing activities Â Â 68,073 Â Â Â (42,382) Cash flows used in financing activities: Â Â Â Â Â Â Payment of offering costs Â Â (110) Â Â â€” Â Proceeds from issuance of common stock and pre-funded warrants, net of offering costs Â Â â€” Â Â Â 110,795 Â Proceeds from the issuance of common stock under ESPP Â Â 255 Â Â Â 348 Â Proceeds from the issuance of common stock in connection with the exercise of stock options Â Â 60 Â Â Â 31 Â Payment of withholding taxes related to stock-based compensation to employees Â Â (47) Â Â (16) Principal payments on finance lease liabilities Â Â (244) Â Â â€” Â Net cash (used in) provided by financing activities Â Â (86) Â Â 111,158 Â Net decrease in cash, cash equivalents and restricted cash Â Â (14,157) Â Â (14,709) Cash, cash equivalents, and restricted cash at beginning of period Â Â 29,335 Â Â Â 34,649 Â Cash, cash equivalents, and restricted cash at end of period Â $ 15,178 Â Â $ 19,940 Â Â Â Â Â Â Â Supplemental disclosures of non-cash activities: Â Â Â Â Â Â Property and equipment in accounts payable and accrued expenses and other current liabilities Â $ 9 Â Â $ 254 Â Offering costs in accrued expenses and other current liabilities Â $ â€” Â Â $ 28 Â Offering costs in accounts payable Â $ â€” Â Â $ 34 Â Unrealized (loss) gain on marketable securities Â $ (56) Â $ 1,087 Â Â Â Â Â Â Â Â Â See accompanying notes to unaudited interim financial statements. 5 Â PRELUDE THERAPEUTICS INCORPORATED NOTES TO UNAUDITED INTERIM FINANCIAL STATEMENTS 1. BackgroundPrelude Therapeutics Incorporated (the â€œCompanyâ€) is a clinical-stage fully integrated oncology company built on a foundation of drug discovery excellence to deliver novel precision cancer medicines to underserved patients. Since beginning operations in 2016, the Company has devoted substantially all its efforts to research and development, conducting preclinical and clinical studies, recruiting management and technical staff, administration, and raising capital. 2. Risks and liquidityThe Company faces a number of risks common to early-stage companies in the biotechnology industry. Principal among these risks are the uncertainties in the development process, development of the same or similar technological innovations by competitors, protection of proprietary technology, dependence on key personnel, compliance with government regulations and approval requirements, and the need to obtain additional financing to fund operations. Product candidates currently under development will require significant additional research and development efforts, including extensive preclinical and clinical testing and regulatory approval, prior to commercialization. These efforts require significant amounts of additional capital, adequate personnel infrastructure, and extensive compliance-reporting capabilities. There can be no assurance that the Companyâ€™s research and development will be successfully completed, adequate protection for the Companyâ€™s technology will be obtained, any products developed will obtain necessary government regulatory approval, or any approved products will be commercially viable. The Company operates in an environment of rapid change in technology and substantial competition from pharmaceutical and biotechnology companies. Since its inception, the Company has incurred operating losses and had an accumulated deficit of $554.8 million at September 30, 2024. The Company has no product revenue to-date and devotes its efforts to research and development. The Company anticipates incurring additional losses until such time, if ever, that it can generate significant sales of its product candidates currently in development. The Company believes its cash, cash equivalents, and marketable securities as of September 30, 2024 will be sufficient to fund its operating expenses and capital expenditure requirements for at least the next twelve months from the filing date of this Quarterly Report on Form 10-Q.To fund its operating expenses and capital expenditure requirements after that date, the Company plans to seek additional funding through public or private equity offerings, debt financings, collaborations, strategic alliances and licensing arrangements. The Company may not be able to obtain financing on acceptable terms, or at all, and the Company may not be able to enter into strategic alliances or other arrangements on favorable terms, or at all. The terms of any financing may adversely affect the holdings or the rights of the Companyâ€™s stockholders. If the Company is unable to obtain funding, it could be required to delay, reduce or eliminate research and development programs, product portfolio expansion or future commercialization efforts, which could adversely affect its business prospects. 6 Â 3. Summary of significant accounting policiesThe complete summary of significant accounting policies included in the Companyâ€™s financial statements for the year ended December 31, 2023 can be found in â€œNote 3. Summary of significant accounting policiesâ€ of the Companyâ€™s Annual Report on Form 10-K filed with the Securities and Exchange Commission (the â€œSECâ€) on February 15, 2024. Basis of presentationThe accompanying unaudited interim financial statements have been prepared in accordance with generally accepted accounting principles (â€œGAAPâ€) for interim financial information, the instructions to Form 10-Q and Article 10 of Regulation S-X. They do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results that may be expected for the year ending December 31, 2024. The accompanying unaudited interim financial statements should be read in conjunction with the annual audited financial statements and related notes as of and for the year ended December 31, 2023 found in the Company's Annual Report on Form 10-K filed with the SEC on February 15, 2024. Any reference in these notes to applicable guidance is meant to refer to GAAP as found in the Accounting Standards Codification (â€œASCâ€) and Accounting Standards Updates (â€œASUâ€) of the Financial Accounting Standards Board (â€œFASBâ€).Use of estimatesThe preparation of the unaudited interim financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and contingent liabilities at the date of the unaudited interim financial statements and the reported amounts of expenses during the reporting period. Actual results could differ from those estimates.Estimates and assumptions are periodically reviewed, and the effects of the revisions are reflected in the accompanying unaudited interim financial statements in the period they are determined to be necessary. The most significant estimate relates to accrued clinical trial expenses.Income taxesBased upon the historical and anticipated future losses, management has determined that the deferred tax assets generated by net operating losses and research and development credits do not meet the more likely than not threshold for realizability. Accordingly, a full valuation allowance has been recorded against the Companyâ€™s net deferred tax assets as of September 30, 2024 and December 31, 2023.Cash, Cash Equivalents and Restricted cashThe Companyâ€™s cash equivalents include short-term highly liquid investments with an original maturity of 90 days or less when purchased and are carried at fair value in the accompanying balance sheets.Restricted cash consists of a letter of credit for the benefit of the landlord in connection with the Companyâ€™s Chestnut Run Lease. See Note 8 for further details.The following table provides a reconciliation of cash and cash equivalents and restricted cash reported within the balance sheet that total to the amounts shown in the statement of cash flows: (in thousands) Â September 30,2024 Â Â December 31,2023 Â Cash and cash equivalents Â $ 11,134 Â Â $ 25,291 Â Restricted cash Â Â 4,044 Â Â Â 4,044 Â Total cash, cash equivalents, and restricted cash shown in statement of cash flows Â $ 15,178 Â Â $ 29,335 Â Â 7 Â Marketable SecuritiesThe Companyâ€™s marketable securities consist of investments in corporate debt securities, United States (â€œU.S.â€) government debt securities, and agency securities that are classified as available-for-sale. The securities are carried at fair value with the unrealized gains and losses, net of tax, included in accumulated other comprehensive loss, a component of stockholdersâ€™ equity. Realized gains and losses as well as credit losses, if any, on marketable securities are included in the Companyâ€™s statements of operations. The Company classifies marketable securities that are available for use in current operations as current assets on the balance sheets.Revenue RecognitionThe Company recognizes revenue under Accounting Standard Codification 606 â€“ Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue when its customer obtains control of promised goods or

services, in an amount that reflects the consideration which the Company expects to receive in exchange for those goods or services. The Company's revenue recognition analysis consists of the following steps: (i) identify the contract(s) with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations; and (v) recognition of revenue as we satisfy each performance obligation.The Company evaluates all promised goods and services within a customer contract and determines which goods and services are separate performance obligations. This evaluation includes an assessment of whether the good or service is capable of being distinct and whether the good or service is separable from other promises in the contract. The transaction price is determined based on the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The Company recognizes as revenue the amount of the transaction price that is allocated to the respective performance obligations when (or as) the performance obligations are satisfied. The Company recognizes a liability when the Company has received payment but has not yet satisfied the related performance obligations.Net Loss Per ShareBasic net loss per share of common stock is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during each period, including pre-funded warrants to purchase shares of common stock. The weighted-average number of shares of common stock outstanding used in the basic net loss per share calculation does not include unvested restricted stock awards as these instruments are considered contingently issuable shares until they vest. Diluted net loss per share of common stock includes the effect, if any, from the potential exercise of securities, such as stock options, and the effect from unvested restricted stock awards and restricted stock units which would result in the issuance of incremental shares of common stock. For diluted net loss per share, the weighted-average number of shares of common stock is the same for basic net loss per share due to the fact that when a net loss exists, dilutive securities are not included in the calculation as the impact is anti-dilutive. The Companyâ€™s unvested restricted stock awards entitle the holder to participate in dividends and earnings of the Company, and, if the Company were to recognize net income, it would have to use the two-class method to calculate earnings per share. The two-class method is not applicable during periods with a net loss, as the holders of the unvested restricted stock awards have no obligation to fund losses.The following potentially dilutive securities have been excluded from the computation of diluted weighted-average shares of common stock outstanding, as they would be anti-dilutive:Â Â Â September 30, Â Â Â 2024 Â Â 2023 Â Unvested restricted stock awards Â Â â€” Â Â Â 54,026 Â Unvested restricted stock units Â Â 71,875 Â Â Â 114,375 Â Stock options Â Â 15,036,871 Â Â Â 12,134,205 Â Employee stock purchase plan Â Â 99,150 Â Â Â 74,248 Â Â Â 15,207,896 Â Â Â 12,376,854 Â Amounts in the above table reflect the common stock equivalents. 8 Â Recently Issued Accounting PronouncementsEmerging Growth Company StatusThe Company is an emerging growth company, as defined in the Jumpstart Our Business Startups Act of 2012 (the â€œJOBS Actâ€). Under the JOBS Act, emerging growth companies can delay adopting new or revised accounting standards issued subsequent to the enactment of the JOBS Act, until such time as those standards apply to private companies. The Company has elected to use this extended transition period for complying with new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it (i) is no longer an emerging growth company or (ii) affirmatively and irrevocably opts out of the extended transition period provided in the JOBS Act. As a result, these unaudited interim financial statements may not be comparable to companies that comply with the new or revised accounting pronouncements as of public company effective dates.Accounting guidance not yet adoptedIn November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU"), 2023-07, Segment Reporting (Topic 280) â€” Improvements to Reportable Segment Disclosures. This ASU expands segment disclosures by requiring disclosure of significant segment expenses that are regularly provided to the chief operating decision maker and included within each reported measure of segment profit or loss, an amount for other segment items and a description of its composition, and interim disclosures of a reportable segmentâ€™s profit or loss and assets. The disclosures required under ASU 2023-07 are also required for public entities with a single reportable segment. The amendments in this ASU are effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the financial statements and related disclosures.In December 2023, the FASB issued ASU 2023-09, Income Taxes - Improvements to Income Tax Disclosures. ASU 2023-09 requires enhanced income tax disclosures related to the rate reconciliation and income taxes paid information. For public business entities, the amendments in this ASU are effective for annual periods beginning after December 15, 2024 with early adoption permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the financial statements and related disclosures. 4. Marketable Securities The following provides detail of the Company's marketable securities. (in thousands) Â Amortized Cost Â Â Gross unrealized gain Â Â Gross unrealized loss Â Â Fair Value Â September 30, 2024 Â Â Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ 8,570 Â Â $ 6 Â Â $ â€” Â Â $ 8,576 Â Corporate debt securities Â Â 68,170 Â Â Â 128 Â Â Â (7) Â Â 68,291 Â U.S. government securities Â Â 65,585 Â Â Â 41 Â Â Â (1) Â Â 65,625 Â Total marketable securities Â $ 142,325 Â Â $ 175 Â Â $ (8) Â $ 142,492 Â Â Â Â Â Â Â Â Â Â Â Â December 31, 2023 Â Â Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ 10,431 Â Â $ 19 Â Â $ â€” Â Â $ 10,450 Â Corporate debt securities Â Â 67,806 Â Â Â 193 Â Â Â (20) Â Â 67,979 Â U.S. government securities Â Â 129,184 Â Â Â 72 Â Â Â (41) Â Â 129,215 Â Total marketable securities Â $ 207,421 Â Â $ 284 Â Â $ (61) Â $ 207,644 Â Â 9 Â The Companyâ€™s marketable securities generally have contractual maturity dates of 16 months or less. As of September 30, 2024, the Company had 9 securities with a total fair market value of $23.0 million in an unrealized loss position. The Company believes any unrealized losses associated with the decline in value of its securities is temporary and is primarily related to market factors. Furthermore, the Company believes it is more likely than not that it will be able to hold its marketable securities to maturity. Therefore, the Company anticipates a full recovery of the amortized cost basis of its marketable securities at maturity and an allowance for credit losses was not recognized. 5. Fair Value of Financial InstrumentsFair value is the price that could be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. Fair value determination in accordance with applicable accounting guidance requires that a number of significant judgments be made. Additionally, fair value is used on a nonrecurring basis to evaluate assets for impairment or as required for disclosure purposes by applicable accounting guidance on disclosures about fair value of financial instruments. Depending on the nature of the assets and liabilities, various valuation techniques and assumptions are used when estimating fair value. The Company follows the provisions of ASC 820, Fair Value Measurement, for financial assets and liabilities measured on a recurring basis. The guidance requires fair value measurements be classified and disclosed in one of the following three categories:â€¢Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.â€¢Level 2: Quoted prices in markets that are not active, or inputs which are observable, either directly or indirectly, for substantially the full term of the asset or liabilities.â€¢Level 3: Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (i.e., supported by little or no market activity). 10 Â The following fair value hierarchy table presents information about the Companyâ€™s assets and liabilities measured at fair value on a recurring basis: Â Â Fair value measurement at reporting date using Â (in thousands) Â Quoted pricesin activemarkets foridenticalassets(Level 1) Â Â Significantotherobservableinputs(Level 2) Â Â Significantunobservableinputs(Level 3) Â September 30, 2024 Â Â Â Â Â Â Â Â Â Assets Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Money Market Funds Â $ 6,149 Â Â $ â€” Â Â $ â€” Â Â Â Â Â U.S. government securities Â Â â€” Â Â Â 3,499 Â Â Â â€” Â Total cash equivalents Â Â 6,149 Â Â Â 3,499 Â Â Â â€” Â Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ â€” Â Â $ 8,576 Â Â $ â€” Â Â Â Â Â Corporate debt securities Â Â â€” Â Â Â 68,291 Â Â Â Â â€” Â Â Â Â Â U.S. government securities Â Â â€” Â Â Â 65,625 Â Â Â â€” Â Total marketable securities Â Â â€” Â Â Â 142,492 Â Â Â Â â€” Â Total financial assets Â $ 6,149 Â Â $ 145,991 Â Â $ â€” Â Â Â Â Â Â Â Â Â Â Â December 31, 2023 Â Â Â Â Â Â Â Â Â Assets Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Money Market Funds Â $ 24,369 Â Â $ â€” Â Â $ â€” Â Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ â€” Â Â $ 10,450 Â Â $ â€” Â Â Â Â Â Corporate debt securities Â Â â€” Â Â Â 67,979 Â Â Â â€” Â Â Â Â Â U.S. government securities Â Â â€” Â Â Â 129,215 Â Â Â â€” Â Total marketable securities Â Â â€” Â Â Â 207,644 Â Â Â â€” Â Total financial assets Â $ 24,369 Â Â $ 207,644 Â Â $ â€” Â Â 6. Accrued Expenses and Other Current LiabilitiesAccrued expenses and other current liabilities consisted of the following: (in thousands) Â September 30,2024 Â Â December 31,2023 Â Compensation and related benefits Â $ 7,594 Â Â $ 9,157 Â Research and development Â Â 5,184 Â Â Â 5,666 Â Other Â Â 801 Â Â Â 945 Â Â $ 13,579 Â Â $ 15,768 Â Â 11 Â 7. Common StockThe Company has two classes of common stock: â€œvoting common stockâ€ and â€œnon-voting common stock.â€ The holders of the voting common stock are entitled to one vote for each share of voting common stock held at all meetings of stockholders. Except as otherwise required by law, the holders of non-voting common stock shall not be entitled to vote at any meetings of stockholders (or written actions in lieu of all meetings) and the shares of non-voting common stock shall not be included in determining the number of shares voting or entitled to vote on any matter. Unless required by law, there shall be no cumulative voting. Any holder of non-voting common stock may elect to convert each share of non-voting common stock into one fully paid and non-assessable share of voting common stock at any time by providing written notice to the Company; provided that as a result of such conversion, such holder, together with its affiliates and any members of a Schedule 13(d) group with such holder, would not beneficially own in excess of 9.99% of the Companyâ€™s common stock immediately prior to and following such conversion, unless otherwise as expressly provided for in the Companyâ€™s restated certificate of incorporation. However, this ownership limitation may be increased (not to exceed 19.99%) or decreased to any other percentage designated by such holder of non-voting common stock upon 61 daysâ€™ notice to the Company.Shelf Registration StatementsIn November 2021, the Company filed a shelf registration statement (the "2021 Shelf Registration Statement") which permits the offering of up to $400.0 million aggregate dollar amount of shares of our common stock or preferred stock, debt securities, warrants to purchase our common stock, preferred stock or debt securities, subscription rights to purchase our common stock, preferred stock or debt securities and/or units consisting of some or all of these securities, in one or more offerings and in any combination. The 2021 Shelf Registration Statement expires on November 24, 2024, and as of September 30, 2024, there was $187.0 million remaining under the 2021 Shelf Registration Statement. In May 2024, the Company filed a shelf registration statement (the "2024 Shelf Registration Statement") with the SEC for the issuance of common stock, preferred stock, debt securities, warrants, subscription rights and units up to an aggregate amount of $400 million. The 2024 Shelf Registration statement was declared effective on June 10, 2024. The 2024 Shelf Registration statement expires in May 2027, and as of September 30, 2024, there was $400.0 million remaining under the 2024 Shelf Registration statement. Open Market Sales AgreementIn March 2023, in connection with filing a prospectus supplement to its 2021 Shelf Registration Statement, the Company entered into an Open Market Sales Agreement (the "Sales Agreement") with Jefferies LLC, as the sales agent, pursuant to which the Company may offer and sell shares of its common stock having an aggregate offering amount of up to $75.0 million. The $75.0 million of common stock that may be issued and sold pursuant to the Sales Agreement is included in the $400.0 million of securities that may be issued and sold pursuant to the 2021 Shelf Registration Statement. The Company will pay Jefferies LLC a commission rate of up to 3.0% of the aggregate gross proceeds from the sale of any shares of common stock pursuant to the Sales Agreement. At September 30, 2024, there was $75.0 million remaining under the Sales Agreement.2023 FinancingsDuring the second quarter of 2023, the Company sold 6,761,200 shares of its common stock which comprised of (i) 5,312,978 shares of its voting common stock and (ii) 1,448,222 shares of its non-voting common stock at a price of $5.75 per share and to certain investors in lieu of common stock, the Company sold pre-funded warrants to purchase 12,895,256 shares of voting common stock at a price of $5.7499 per pre-funded warrant, resulting in gross proceeds to the Company of $113.0 million. Of the voting common stock issued, 2,264,456 shares were purchased by the Companyâ€™s underwriters in connection with a 30-day option at a price of $5.75 per share. Offering costs of $2.6 million, of which $0.3 million were previously paid and deferred, were recorded to additional paid-in capital in the accompanying balance sheets, resulting in net proceeds of $110.4 million. During the fourth quarter of 2023, the Company sold in a private placement pre-funded warrants to purchase 7,936,759 shares of voting common stock at a price of $3.1499 per pre-funded warrant, resulting in net proceeds of $24.8 million after deducting offering costs of $0.2 million. The purchase price per share of each pre-funded warrant represents the per share offering price for the common stock, minus the $0.0001 per share exercise price of such pre-funded warrant. As of September 30, 2024, no pre-funded warrants had been exercised. The pre-funded warrants were classified as a component of permanent stockholdersâ€™ equity within additional paid-in capital and were recorded at the issuance date using a relative fair value allocation method. The pre-funded warrants are equity classified because they (i) are freestanding financial instruments that are legally detachable and separately exercisable from the equity instruments, (ii) are immediately exercisable, (iii) do not embody an obligation for the Company to repurchase its shares, (iv) permit the holders to receive a fixed number of shares of common stock upon exercise, (v) are indexed to the Companyâ€™s common stock and (vi) meet the equity classification criteria. In addition, such pre-funded warrants do not provide any guarantee of value or return.The Company did not conduct any financings during the nine months ended September 30, 2024. 12 Â Â 8. CommitmentsLeasesThe Company leases office and laboratory space in Wilmington, Delaware under a noncancelable lease (the â€œChestnut Run Leaseâ€). The premises include approximately 81,000 rentable square feet and has an initial term of 162 months with 3 five-year extension options and certain expansion rights. Neither the option to extend nor the expansion rights were recognized as part of the Company's measurement of the right-of-use ("ROU") asset and operating lease liability as of September 30, 2024. Under the terms of the Chestnut Run Lease, the landlord provided an allowance towards the cost of completing tenant improvements for the premises. The Company concluded that the improvements resulting from both the landlord's build-out and the tenant improvements are the landlord's assets for accounting purposes. Costs incurred by the Company related to tenant improvements in excess of the landlord's allowance were treated as prepaid rent and increased the right-of-use asset on the commencement date. In April 2024, the Company entered into a 12 month finance lease for equipment.Our operating lease costs for the three and nine months ended September 30, 2024 were $1.2 million and $3.3 million, respectively. Our operating lease costs for the three and nine months ended September 30, 2023 were $0.5 million and $1.6 million, respectively. Supplemental balance sheet and other information related to our operating and finance leases as of September 30, 2024 and December 31, 2023 were as follows: (in thousands) Â Â Â Â Â Â Â Â Leases Â Classification Â September 30,2024 Â Â December 31,2023 Â Assets Â Â Â Â Â Â Â Â Operating Â Operating lease right-of-use assets Â $ 29,182 Â Â $ 30,412 Â Finance Â Property and equipment, net Â Â 553 Â Â Â â€” Â Total leased assets Â Â Â $ 29,735 Â Â $ 30,412 Â Liabilities Â Â Â Â Â Â Â Â Â Current: Â Â Â Â Â Â Â Â Â Operating Â Current liabilities, operating lease liability Â $ 2,365 Â Â $ 1,481 Â Finance Â Current liabilities, finance lease liability Â Â 359 Â Â Â â€” Â Non-Current: Â Â Â Â Â Â Â Â Operating Â Operating lease liability Â Â 15,412 Â Â Â 15,407 Â Total lease liabilities Â Â Â $ 18,136 Â Â $ 16,888 Â Â Â Â Â Â Â Â Â Â Weighted-average discount rate Â Â Â Â Â Â Â Â Operating lease Â Â Â Â 15.0 % Â Â 15.0 % Finance lease Â Â Â Â 10.5 % Â Â Â Weighted-average remaining lease term (years) Â Â Â Â Â Â Â Â Operating lease Â Â Â Â 12.7 Â Â Â 13.5 Â Finance lease Â Â Â Â 0.6 Â Â Â Â Supplemental cash flow information related to our leases for the nine months ended September 30, 2024 and 2023 were as follows: Â Â Nine months ended September 30, Â (in thousands) Â 2024 Â Â 2023 Â Cash paid for amounts included in the measurement of lease liabilities: Â Â Â Â Â Â Operating cash flows from operating lease Â $ 1,051 Â Â $ 1,446 Â Operating cash flows from finance lease Â 22 Â Â Â â€” Â Financing cash flows from finance lease Â 244 Â Â Â â€” Â Non-cash transaction Â Â Â Â Â Â Right-of-use asset obtained in exchange for lease obligations: Â Â Â Â Â Â Finance lease Â 603 Â Â Â â€” Â Â 13 Â Future minimum annual lease payments for operating and finance lease at September 30, 2024 are as follows: (in thousands) Operating lease Â Â Finance lease Â 2024 (remaining) $ 561 Â Â $ 159 Â 2025 Â 2,746 Â Â Â 213 Â 2026 Â 2,979 Â Â Â - Â 2027 Â 3,054 Â Â Â - Â 2028 Â 3,130 Â Â Â - Â 2029 Â 3,209 Â Â Â - Â Thereafter Â 26,427 Â Â Â - Â Total undiscounted lease payments Â 42,106 Â Â Â 372 Â Less imputed interest Â (24,329) Â Â (13) Lease liability $ 17,777 Â Â $ 359 Â The Company paid a security deposit for the Chestnut Run Lease in the form of a letter of credit of $4.0 million, which is included in the accompanying balance sheet as restricted cash as of September 30, 2024. The security deposit may be reduced to $0.5 million over time in accordance with the terms of the Chestnut Run Lease.In connection with the Companyâ€™s expansion of operations in the State of Delaware, the Company was approved for a grant from the State of Delaware in 2021 that will provide up to $2.4 million in reimbursements over three years for the development of lab space and up to $3.1 million to increase jobs in Delaware to meet specific targeted levels through 2023, which was extended to 2026 during the second quarter of 2024. During the third quarter of 2022, the Company was approved for an additional grant from the State of Delaware for the development of lab space in the amount of $1.0 million. In 2022, the Company received cash grants of $3.4 million from the State of Delaware for the development of lab space. The Company has met the minimum requirements stated in the grant agreement in order to not be required to pay back any portion of the $3.4 million disbursed. The Company deferred the recognition of these grant funds as they relate to capitalized costs and has classified them as long-term liabilities in the accompanying balance sheet. The Company recognizes the grant funds in other income as grant income over the length of the lease term. Additionally, if the Company leaves the State of Delaware within five years of the disbursement, the Company is required to return an amount equal to the amount of grant funds disbursed on a pro-rated basis. As of September 30, 2024, the

Company has received $0.5 million for increasing jobs since the date the grant was approved, which has been recorded in other income.Employment AgreementsThe Company entered into employment agreements with key personnel providing for compensation and severance in certain circumstances, as defined in the respective employment agreements.401(k) Defined Contribution PlanThe Company sponsors a 401(k) definedâ€'contribution plan covering all employees. Participants are permitted to contribute up to 100% of their eligible annual pretax compensation up to an established federal limit on aggregate participant contributions. The Company provides a match of a maximum amount of 3% of the participantâ€™s compensation. For the three months ended September 30, 2024 and 2023, the Company made matching contributions of $0.2 million and $0.1 million, respectively. For nine months ended September 30, 2024 and 2023, the Company made matching contributions of $0.6 million and $0.5 million, respectively.Research Collaboration AgreementIn 2023, the Company entered into a multi-year, multi-program agreement with AbCellera Biologics Incorporated ("AbCellera") to jointly discover, develop, and commercialize novel oncology medicines for up to five programs. Under the terms of the agreement, AbCellera will lead manufacturing activities and the Company will lead clinical development and global commercialization, subject to AbCelleraâ€™s option to co-promote any resulting commercial products in the United States. If, at any point one party in the collaboration opts-out of future co-development cost sharing, that party will be entitled to a royalty from commercialization of the collaboration target, dependent on the proportion of their co-development contributions compared to the total development costs of a target as defined within the agreement. The Company concluded that the agreement with AbCellera will be accounted for under the scope of ASC 808, Collaborative Arrangements, as both parties will actively participate in joint operating activities and are exposed to significant risks and rewards. Under ASC 808, certain transactions between collaborative arrangement participants should follow the accounting for revenue under ASC 606, Revenue from Contracts with Customers, when the collaborative arrangement participant is a customer for a distinct good or service. The Company determined that co-development arrangement as defined in our agreement with AbCellera does not meet the definition of a customer as defined by ASC 606. As a result, these activities will be accounted for as 14 Â research and development costs. Costs related to the AbCellera collaboration were not material for the three and nine months ended September 30, 2024.License AgreementIn May 2024, the Company and Pathos AI, Inc. ("Pathos") entered into a license agreement under which the Company granted to Pathos an exclusive, sublicensable, world-wide license to its selective, brain-penetrant PRMT5 inhibitor, PRT811. Under the terms of the license agreement, the Company received a $3.0 million upfront, non-refundable payment. The agreement also includes a near term $4.0 million payment upon the earlier of 180 days following the effective date of the license agreement or the execution of a quality agreement between the parties pursuant to which the Company will transfer title to certain quantities of Active Pharmaceutical Ingredient (â€œAPIâ€). In addition, the Company may receive potential developmental milestone payments up to $37.0 million, potential sales milestone payments up to $100 million and a range of high single-digit to low double-digit royalties on PRT811 global net sales. The Company assessed the license agreement with Pathos in accordance with ASC 606, Revenue from Contracts with Customer, and concluded that Pathos is a customer. The license agreement with Pathos includes the transfer of the following goods or services: (i) exclusive license to PRT811, (ii) transfer of licensed know-how and materials (i.e. datasets, regulatory and manufacturing documents, etc.), (iii) participation in a Joint Communication Committee ("JCC"), and (iv) execution of a quality agreement pursuant to which the Company will transfer title to certain API. The Company evaluated all of the promised goods or services within the contract and determined which goods and services were separate performance obligations. The Company determined that Pathos could not benefit from the license separately from the related know-how and materials, accordingly they represent one combined performance obligation. The execution of a quality agreement pursuant to which the Company will transfer title to certain API was identified as a separate performance obligation. The Company also determined the participation in the JCC is immaterial in the context of the license agreement as the Company has no decision-making ability through its participation in the JCC.The transaction price is allocated to the performance obligation based upon relative standalone selling prices, which were estimated for (i) the exclusive license and know-how and materials at $3.0 million using an adjusted market approach and (ii) execution of a quality agreement pursuant to which the Company will transfer title to certain API at $4.0 million using a cost plus margin approach.With respect to the accounting principles identified above, each performance obligation will be recognized at a point in time. The Company determined that the performance obligation for the license and transfer of related know-how and materials would be fully satisfied when the license is granted and key know-how and materials are transferred to Pathos as that is the point at which Pathos can fully use and benefit from the license to PRT811. The performance obligation for the execution of a quality agreement pursuant to which the Company will transfer title to certain API will be satisfied when the legal title to the API is transferred. During the third quarter of 2024, the Company satisfied the performance obligation related to the exclusive license and transfer of related know-how and materials which resulted in the recognition of revenue for $3.0 million previously deferred. The Company will recognize revenue of $4.0 million in the fourth quarter of 2024 as the performance obligation for the execution of the quality agreement pursuant to which the Company transferred title to certain API was completed in early October 2024.Other Research and Development ArrangementsThe Company enters into agreements with clinical research organizations ("CROs") to assist in the performance of research and development activities. Expenditures to CROs represent a significant cost in clinical development for the Company. 9. Stock-Based CompensationThe Company has two equity incentive plans: the 2016 Equity Incentive Plan, as amended, and the 2020 Equity Incentive Plan. New awards can only be granted under the 2020 Equity Incentive Plan (the â€œPlanâ€) and as of September 30, 2024, 4,591,896 shares were available for future grants. The number of shares of the Companyâ€™s common stock that may be issued pursuant to rights granted under the Plan shall automatically increase on January 1st of each year and continuing for ten years beginning on January 1, 2021, in an amount equal to five percent of the total number of shares of the Companyâ€™s common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year. On January 1, 2024, 2,745,712 shares were added to the Plan. The Plan provides for the granting of common stock, incentive stock options, nonqualified stock options, restricted stock awards, restricted stock units and/or stock appreciation rights to employees, directors, and other persons, as determined by the Companyâ€™s board of directors. The Companyâ€™s stock options vest based on the terms in each award agreement, generally over four-year periods with 25% of options vesting after one year and then monthly thereafter, and have a term of ten years. 15 Â The Company measures stock-based awards at their grant-date fair value and records compensation expense on a straight-line basis over the vesting period of the awards. The Company recorded stock-based compensation expense in the following expense categories in its accompanying statements of operations:Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â (in thousands) Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Research and development Â $ 3,403 Â Â $ 3,319 Â Â $ 9,834 Â Â $ 9,544 Â General and administrative Â Â 2,523 Â Â Â 3,396 Â Â Â 7,737 Â Â Â 10,160 Â Â $ 5,926 Â Â $ 6,715 Â Â $ 17,571 Â Â $ 19,704 Â Stock OptionsThe following table summarizes stock option activity for the periods indicated:Â Â Â Numberof shares Â Â Weightedaverageexercise priceper share Â Â Weightedaverageremainingcontractualterm (years) Â Outstanding at January 1, 2024 Â Â 11,898,446 Â Â $ 10.60 Â Â Â 7.77 Â Granted Â Â 3,830,800 Â Â $ 4.48 Â Â Â Â Â Exercised Â Â (14,955) Â $ 3.98 Â Â Â Â Â Forfeited Â Â (677,420) Â $ 12.18 Â Â Â Â Â Outstanding at September 30, 2024 Â Â 15,036,871 Â Â $ 8.98 Â Â Â 7.58 Â Exercisable at September 30, 2024 Â Â 8,148,514 Â Â $ 11.04 Â Â Â 6.57 Â Â At September 30, 2024, the aggregate intrinsic value of both outstanding options and exercisable options was $0.5 million.The following table summarizes information about stock options outstanding at September 30, 2024 under the Plan:Â Â Â Options Outstanding Â Â Options Exercisable Â Range of Exercise Prices Â NumberOutstanding Â Â Weighted AverageRemainingContractual Life(in years) Â Â WeightedAverageExercisePrice Â Â NumberExercisable Â Â WeightedAverageExercisePrice Â $0.31Â - $4.56 Â Â 2,899,916 Â Â Â 6.43 Â Â $ 2.48 Â Â Â 2,008,650 Â Â $ 1.87 Â $4.57Â - $5.13 Â Â 4,105,590 Â Â Â 8.89 Â Â Â 4.68 Â Â Â 768,257 Â Â Â 4.86 Â $5.14Â - $11.72 Â Â 4,571,039 Â Â Â 8.06 Â Â Â 7.79 Â Â Â 2,225,341 Â Â Â 8.09 Â $11.73Â - $88.98 Â Â 3,460,326 Â Â Â 6.35 Â Â Â 21.10 Â Â Â 3,146,266 Â Â Â 20.49 Â Â Â 15,036,871 Â Â Â Â Â Â Â Â Â 8,148,514 Â Â Â Â Â The weighted-average grant date fair value of options granted was $3.31 and $4.97 per option for the nine months ended September 30, 2024 and 2023, respectively. The Company recorded stock-based compensation expense of $5.8 million and $6.5 million for the three months ended September 30, 2024 and 2023, respectively, related to stock options. The Company recorded stock-based compensation expense of $17.1 million and $18.9 million for the nine months ended September 30, 2024 and 2023, respectively, related to stock options. As of September 30, 2024, the total unrecognized compensation expense related to unvested stock option awards was $29.9 million, which the Company expects to recognize over a weighted-average period of 2.59 years.The fair value of each option was estimated on the date of grant using the weighted average assumptions in the table below:Â Â Â Nine months endedSeptember 30, Â Â Â 2024 Â Â 2023 Â Expected volatility Â Â 84.97 % Â Â 83.53 % Risk-free interest rate Â Â 4.19 % Â Â 3.81 % Expected life (in years) Â Â 6.05 Â Â Â 6.02 Â Expected dividend yield Â Â â€” Â Â Â â€” Â Â 16 Â Restricted Stock Awards and UnitsThe Company issues restricted stock awards (â€œRSAâ€) to employees that generally vest over a four-year period with 25% of awards vesting after one year and then monthly thereafter. Any unvested shares will be forfeited upon termination of services. The fair value of an RSA is equal to the fair market value price of the Companyâ€™s common stock on the date of grant. RSA expense is recorded on a straight-line basis over the vesting period.The following table summarizes activity related to RSA stock-based payment awards:Â Â Â Number ofshares Â Â Weighted-averagegrant date fairvalue Â Unvested balance at January 1, 2024 Â Â 27,008 Â Â $ 3.26 Â Vested Â Â (27,008) Â $ 3.26 Â Unvested balance at September 30, 2024 Â Â â€” Â Â $ â€” Â The Company recorded stock-based compensation expense of $0.1 million and $0.4 million for the nine months ended September 30, 2024 and 2023, respectively, related to RSAs. As of September 30, 2024, there was no unrecognized expense related to RSAs.The Company granted restricted stock units (â€œRSUâ€) to employees that generally vest over a four-year period with 25% of awards vesting after one year and then quarterly thereafter. Any unvested units will be forfeited upon termination of services.The following table summarizes activity related to RSU stock-based payment awards: Â Â Number ofshares Â Â Weighted-averagegrant date fairvalue Â Unvested balance at January 1, 2024 Â Â 103,750 Â Â $ 6.16 Â Vested Â Â (31,875) Â $ 6.44 Â Unvested balance at September 30, 2024 Â Â 71,875 Â Â $ 6.03 Â The Company recorded stock-based compensation expense of $0.1 million for both the three months ended September 30, 2024 and 2023, related to RSUs. The Company recorded stock-based compensation expense of $0.2 million for both the nine months ended September 30, 2024 and 2023, related to RSUs. At September 30, 2024, the total unrecognized expense related to the RSUs was $0.4 million, which the Company expects to recognize over 1.38 years.Employee Stock Purchase PlanThe Company has an Employee Stock Purchase Plan (the â€œESPPâ€), which, as of September 30, 2024, had 2,089,518 shares of common stock reserved for future issuance. The number of shares of the Companyâ€™s common stock that may be issued pursuant to rights granted under the ESPP shall automatically increase on January 1st of each year and continuing for ten years beginning in 2021, in an amount equal to one percent of the total number of shares of all classes of the Companyâ€™s common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year. On January 1, 2024, 549,142 shares were added to the ESPP.Under the ESPP, eligible employees can purchase the Companyâ€™s common stock through accumulated payroll deductions at such times as are established by the Company's compensation committee. Eligible employees may purchase the Companyâ€™s common stock at 85% of the lower of the fair market value of the Companyâ€™s common stock on the first day of the offering period or on the last day of the offering period. Eligible employees may contribute up to 15% of their eligible compensation. Under the ESPP, a participant may not accrue rights to purchase more than $25,000 worth of the Companyâ€™s common stock for each calendar year in which such right is outstanding.The ESPP is considered compensatory under the FASB stock compensation rules. Accordingly, share-based compensation expense is determined based on the optionâ€™s grant-date fair value as estimated by applying the Black Scholes option-pricing model and is recognized over the withholding period. The Company recognized share-based compensation expense of $0.2 million for both the nine months ended September 30, 2024 and 2023 related to the ESPP. 17 Â Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations. You should read the following discussion and analysis of our financial condition and results of operations together with our financial statements and the related notes and other financial information included elsewhere in this Quarterly Report on Form 10-Q. In addition to historical financial information, this discussion contains forward-looking statements based upon current expectations that involve risks and uncertainties, such as statements of our plans, objectives, expectations, intentions and belief. Our actual results could differ materially from those anticipated in these forward-looking statements as a result of various factors, including those set forth in the section titled â€œRisk Factorsâ€ under Part I, Item 1A of our Annual Report on Form 10-K filed with the SEC on February 15, 2024, or our 2023 Annual Report on Form 10-K. These forward-looking statements may include, but are not limited to, statements regarding our future results of operations and financial position, our ability to develop our clinical candidates, inflation and interest rate risk, a potential recession, a potential temporary federal government shutdown, business strategy, market size, potential growth opportunities, preclinical and clinical development activities, efficacy and safety profile of our product candidates, use of net proceeds from our offerings, our ability to maintain and recognize the benefits of certain designations received by product candidates, the timing and results of preclinical studies and clinical trials, commercial collaborations with third parties and the receipt and timing of potential regulatory designations, approvals and commercialization of product candidates. The words â€œbelieves,â€ â€œanticipates,â€ â€œestimates,â€ â€œplans,â€ â€œexpects,â€ â€œintends,â€ â€œmay,â€ â€œcould,â€ â€œshould,â€ â€œpotential,â€ â€œlikely,â€ â€œprojects,â€ â€œcontinue,â€ â€œwill,â€ â€œschedule,â€ and â€œwouldâ€ and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. These statements are based upon information available to us as of the date of this Quarterly Report on Form 10-Q, and while we believe such information forms a reasonable basis for such statements, such information may be limited or incomplete, and our statements should not be read to indicate that we have conducted an exhaustive inquiry into, or review of, all potentially available relevant information. These statements are inherently uncertain, and investors are cautioned not to unduly rely upon these statements. Overview Prelude is a clinical-stage fully integrated oncology company built on a foundation of drug discovery excellence to deliver novel precision cancer medicines to underserved patients. By leveraging our core competencies in cancer biology and medicinal chemistry, combined with our clinical development capabilities, we have built an efficient, fully-integrated drug discovery engine and the development expertise necessary to identify compelling biological targets and create new chemical entities, or NCEs, that we advance into clinical trials. We believe our approach could result in better targeted cancer therapies. Our discovery excellence has been validated by our steady progress in creating a wholly-owned, internally developed pipeline. We also began work with our partner AbCellera on an early-stage discovery program involving potent degraders as payloads for novel antibodies targeting tumor specific antigens. Since our inception in 2016, we have received clearance from the U.S. Food and Drug Administration, or the FDA, for multiple investigational new drug applications, or INDs, and successfully advanced several programs into clinical trials. In addition, we have other differentiated proprietary programs in various stages of preclinical development. By focusing on developing molecules using broad mechanisms that have multiple links to oncogenic driver pathways in select patients, we have developed a diverse pipeline consisting of multiple distinct programs including kinases, targeted protein degraders, and precision antibody drug conjugates. Our pipeline is designed to serve patients with high unmet medical need, where there are limited or no treatment options. We believe we can best address these diseases by developing therapies that target primary and secondary resistance mechanisms. We have several drug candidates in clinical development and our objective is to generate proof-of-concept clinical data to guide our future regulatory pathways to approval. Our SMARCA2 molecule is a unique, first-in-class protein degrader, targeting specific patient populations. Our CDK9 inhibitor is selective and potent, with a potentially superior safety profile over first-generation CDK9 inhibitors. Our novel, first-in-class SMARCA2 degrader compounds and our potent, highly selective and potentially best-in-class CDK9 inhibitor represent our best opportunities for demonstrating clinical proof-of-concept in 2024 and advancing into potential Phase 2/3 registration studies. In 2023, we announced a global partnership with AbCellera Biologics Incorporated ("AbCellera") that will allow us to combine our small molecules and degraders expertise with their antibody expertise to develop precision antibody drug conjugates. We also intend to explore continued clinical development with external partners for our CDK4/6 inhibitor. PRT3789 is a first-in-class, highly selective degrader of SMARCA2 protein, which along with SMARCA4 controls gene regulation through chromatin remodeling. Cancer cells with SMARCA4 mutations are dependent on SMARCA2 for their growth and survival and selectively degrading SMARCA2 induces cell death in cancer cells while sparing normal cells in preclinical models. PRT3789 has been shown to be efficacious and well tolerated in multiple preclinical models of SMARCA4 deleted/mutated cancers as monotherapy and in combination with standards of care therapies. We believe a selective SMARCA2 degrader has the potential to be of benefit in up to 10% of non-small cell lung cancer, or NSCLC, patients in the United States including many other tumor types with the SMARCA4 mutation. 18 Â Patients with SMARCA4 mutated cancer have a poor prognosis. This represents an area of high unmet medical need. Therefore, mutated or deleted SMARCA4 cancers provide a potential biomarker to select those patients most likely to respond to treatment with a highly selective SMARCA2 degrader. PRT3789 is currently in Phase 1 clinical development in patients with biomarker selected SMARCA4 mutated cancers. Objectives for this first Phase 1 clinical trial are to establish the safety and tolerability profile of PRT3789 as both monotherapy and in combination with docetaxel, evaluate

activity, pharmacokinetics and pharmacodynamics and determine a dose and potential indications for advancement into a registrational clinical trial. We presented the first interim clinical data updates of the Phase 1 dose escalation study at the European Society of Medical Oncology (ESMO) Congress 2024 and the 36th EORTC-NCI-AACR Symposium. As reported by investigators, PRT3789 was generally safe and well-tolerated at doses tested to date. Of the 26 advanced NSCLC or esophageal patients with Class 1 (loss of function) mutations who were evaluable for efficacy, RECIST confirmed partial responses (PRs) were observed in 4 patients (2 esophageal, 2 NSCLC). Of the 9 patients with Class 1 mutations treated at doses of 283 mg or higher, two had RECIST confirmed partial responses and both were NSCLC patients. Tumor shrinkage was observed in patients with both Class 1 and Class 2 SMARCA4 mutations. Additional patients on-study demonstrated clinical benefit as measured by prolonged SD, including one advanced NSCLC patient who remains stable and on study having been treated for more than a year. Initial observations of safety from evaluable patients in the PRT3789 plus docetaxel combination dose escalation arm of the trial were also presented. To date, PRT3789 in combination with docetaxel demonstrated an acceptable safety profile, with no dose limiting toxicities or study drug serious adverse events reported. Enrollment remains on track, and the Company expects to conclude monotherapy dose escalation by year end 2024 and identify a dose for advancement to registrational trials. In addition, enrollment of patients into back-fill cohorts enriched for NSCLC and SMARCA4 loss-of-function mutations is ongoing, as is enrollment of the combination with docetaxel cohort. The Company also initiated a Phase 2 clinical trial evaluating PRT3789 in combination with KEYTRUDAÂ® (pembrolizumab) in patients with SMARCA4-mutated cancers, per the previously announced collaboration with Merck. Our discovery team has identified a series of highly selective and orally bioavailable SMARCA2 degraders. In July 2024, we received IND clearance for the lead oral molecule, PRT7732. The Company initiated and enrolled our first patients in a phase 1 multi-dose escalation trial of PRT7732 (NCT06560645) in biomarker selected SMARCA4 mutated cancers. As one of our first precision ADC programs, we and our partner AbCellera began work on an early-stage discovery program involving potent degraders of the SMARCA family of proteins as payloads for novel antibodies targeting tumor specific antigens. Given the potent anti-tumor activity of these molecules in pre-clinical models of cancers beyond those targeted by our SMARCA2 selective degraders, we believe that these precision ADCs have the potential to extend the therapeutic utility of this class. The partnership includes up to five precision ADC targets. Under the terms of the agreement, we and AbCellera will jointly discover, develop, and commercialize products emerging from the collaboration. AbCellera will lead manufacturing activities and we will lead clinical development and global commercialization, subject to AbCelleraâ€™s option to co-promote any resulting commercial products in the United States. The Company presented the first preclinical data from its precision ADC platform at the 36th EORTC-NCI-AACR Symposium in October 2024. The data demonstrated potent activity of a SMARCA 2/4 degrader payload when conjugated to a range of commercially available antibodies, including PSMA, TROP2, C-MET, CEACAM5, and CD33. The SMARCA2/4 degrader payload conjugated to an anti-PSMA antibody demonstrated tumor regressions and significantly better in vivo efficacy compared to a traditional PSMA-targeted cytotoxic ADC in xenograft models of prostate cancer at well tolerated doses. Our CDK9 candidate, PRT2527, is designed to be a potent and selective CDK9 inhibitor. We believe PRT2527 has the potential to avoid off-target toxicities, achieve substantial clinical activity and to become the best-in-class CDK9 inhibitor for hematologic malignancies. In preclinical studies, PRT2527 was shown to reduce MCL1 and MYC protein levels and was highly active in preclinical models at well-tolerated doses. Our preclinical studies suggest that PRT2527 demonstrates high kinase selectivity and potency, providing opportunity for a wider therapeutic index compared to less selective CDK9 inhibitors, allowing for rapid development in combinations. Preclinical data demonstrated that treatment with PRT2527 depleted oncogenic drivers with short half-lives, such as MYC and MCL1, and effectively induced apoptosis. PRT2527 treatment demonstrated robust efficacy in both hematological malignancies and solid tumor models with MYC dysregulation. Dose dependent increases in exposure and target engagement were observed as evidenced by MYC and MCL1 depletion to levels associated with tumor regression in preclinical models. PRT2527 has completed a Phase 1 multi-dose escalation study (NCT05159518) in patients with solid tumors. In this study, PRT2527 was shown to achieve high levels of target inhibition and the potential to be better tolerated than existing CDK9 inhibitors, specifically, managing neutropenia and an absence of meaningful gastrointestinal events or hepatotoxicity. The observed dose-dependent downregulation of MYC and MCL1 mRNA expression, CDK9 transcriptional targets, was consistent with the degree of target engagement required for preclinical efficacy. As predicted by the preclinical models, 12 mg/m2 QW dosing showed optimal target inhibition and has been selected as the optimal dose. The overall safety profile observed in this 19 Â study supports further development of PRT2527 in hematologic malignancies (NCT05665530). In this study, PRT2527 is advancing as monotherapy in both lymphoid and myeloid hematological malignancies and we have initiated the combination with zanubrutinib in B-cell malignancies. We expect to complete the monotherapy dose escalation in B-cell malignancies in 2024. Initiation of dose escalation in myeloid malignancies occurred in the first half of 2024. Interim phase 1 clinical data with potentially best-in-class CDK9 inhibitor, PRT2527 in hematological malignancies will be presented at the American Society of Hematology Annual Meeting in December 2024. As discussed in our 2023 Annual Report on Form 10-K, last fiscal year, after concluding Phase 1 development of PRT1419, we decided to discontinue development of PRT1419 in order to prioritize our CDK9 inhibitor, PRT2527. PRT3645 is a brain and tissue penetrant molecule that potently targets CDK4/6 with a biased selectivity for CDK4. A Phase 1 multi-dose escalation clinical trial of PRT3645 has been completed. At the 2023 AACR-NCI-EORTC International Conference on Molecular Targets and Cancer Therapeutics, we presented data, showing that treatment with PRT3645 was associated with a substantial decrease in pRb and Ki67 expression, indicating a high level of target engagement at the doses evaluated. Also, PRT3645 was generally well tolerated in the initial three dose cohorts of patients with no clinically meaningful gastrointestinal, hematologic or neurological events reported to date, leveraging its enhanced selectivity profile. Having completed the dose escalation portion of the Phase 1 clinical trial of PRT3645, we intend to continue to explore continued clinical development with external partners. Components of Results of Operations Since inception, we have devoted substantially all of our resources to developing product and technology rights, conducting research and development, organizing and staffing our company, business planning and raising capital. We have incurred recurring losses, the majority of which are attributable to research and development activities, and negative cash flows from operations. We have funded our operations primarily through the sale of convertible preferred stock, common stock and pre-funded warrants. Our net loss was $98.4 million and $88.8 million for the nine months ended September 30, 2024 and 2023, respectively. As of September 30, 2024, we had an accumulated deficit of $554.8 million. Our primary use of cash is to fund operating expenses, which consist primarily of research and development expenditures, and to a lesser extent, general and administrative expenditures. Our ability to generate product revenue sufficient to achieve profitability will depend heavily on the successful development and eventual commercialization of one or more of our current or future product candidates. We expect to continue to incur significant expenses and operating losses for the foreseeable future as we advance our product candidates through all stages of development and clinical trials and, ultimately, seek regulatory approval. In addition, if we obtain marketing approval for any of our product candidates, we expect to incur significant commercialization expenses related to product manufacturing, marketing, sales and distribution. Our net losses may fluctuate significantly from quarter-to-quarter and year-to-year, depending on the timing of our clinical trials and our expenditures on other research and development activities. Revenue To-date, we have not recognized any revenue from product sales, and we do not expect to generate any revenue from the sale of products in the foreseeable future. If our development efforts for our product candidates are successful and result in regulatory approval, or license agreements with third parties, we may generate revenue in the future from product sales. However, there can be no assurance as to when we will generate such revenue, if at all. In May 2024, the Company and Pathos AI, Inc. ("Pathos") entered into a license agreement under which the Company granted to Pathos an exclusive, sublicensable, world-wide license to its selective, brain-penetrant PRMT5 inhibitor, PRT811. Under the terms of the license agreement, the Company received a $3.0 million upfront, non-refundable payment. The agreement also includes a near term $4.0 million payment upon the earlier of 180 days following the effective date of the license agreement or the execution of a quality agreement between the parties pursuant to which the Company will transfer title to certain quantities of Active Pharmaceutical Ingredient (â€œAPIâ€). In addition, the Company may receive potential developmental milestone payments up to $37.0 million, potential sales milestone payments up to $100 million and a range of high single-digit to low double-digit royalties on PRT811 global net sales. The Company assessed the license agreement with Pathos in accordance with ASC 606, Revenue from Contracts with Customer, and concluded that Pathos is a customer. The Company evaluated all of the promised goods or services within the contract and determined which goods and services were separate performance obligations. The Company determined that the exclusive license and transfer of related know-how and materials represents one combined performance obligation. The execution of a quality agreement pursuant to which the Company will transfer title to certain API was identified as a separate performance obligation. During the third quarter of 2024, the Company satisfied the performance obligation related to the exclusive license and transfer of related know-how and materials which resulted in the recognition of revenue for $3.0 million previously deferred. The Company 20 Â will recognize revenue of $4.0 million in the fourth quarter of 2024 as the performance obligation for the execution of the quality agreement pursuant to which the Company transferred title to certain API was completed in early October 2024. Operating Expenses Research and Development Expenses Research and development expenses consist primarily of costs incurred in connection with the discovery and development of our product candidates. We expense research and development costs as incurred, including: â€¢expenses incurred to conduct the necessary discovery-stage laboratory work, preclinical studies and clinical trials required to obtain regulatory approval; â€¢personnel expenses, including salaries, benefits and stock-based compensation expense for our employees engaged in research and development functions; â€¢costs of funding research performed by third parties, including pursuant to agreements with clinical research organizations, or CROs, that conduct our clinical trials, as well as investigative sites, consultants and CROs that conduct our preclinical and nonclinical studies; â€¢expenses incurred under agreements with contract manufacturing organizations, or CMOs, including manufacturing scale-up expenses and the cost of acquiring and manufacturing preclinical study and clinical trial materials; â€¢fees paid to consultants who assist with research and development activities; â€¢expenses related to regulatory activities, including filing fees paid to regulatory agencies; and â€¢allocated expenses for facility costs, including rent, utilities, depreciation and maintenance. We track outsourced development costs and other external research and development costs to specific product candidates on a program-by-program basis, fees paid to CROs, CMOs and research laboratories in connection with our preclinical development, process development, manufacturing and clinical development activities. However, we do not track our internal research and development expenses on a program-by-program basis as they primarily relate to compensation, early research and other costs which are deployed across multiple projects under development. Research and development activities are central to our business model. Product candidates in later stages of clinical development generally have higher development costs than those in earlier stages of clinical development, primarily due to the increased size and duration of later-stage clinical trials. We expect our research and development expenses to increase significantly over the next several years as we increase personnel costs, including stock-based compensation, conduct our clinical trials, including later-stage clinical trials, for current and future product candidates and prepare regulatory filings for our product candidates. General and Administrative Expenses General and administrative expenses consist primarily of personnel expenses, including salaries, benefits and stock-based compensation expense, for employees and consultants in executive, finance and accounting, legal, operations support, information technology and human resource functions. General and administrative expense also includes corporate facility costs not otherwise included in research and development expense, including rent, utilities, depreciation and maintenance, as well as legal fees related to intellectual property and corporate matters and fees for accounting and consulting services. We expect that our general and administrative expense will increase in the future to support our continued research and development activities and potential commercialization efforts. These increases will likely include increased costs related to the hiring of additional personnel and fees to outside consultants and legal support, among other expenses. The costs associated with being a public company include expenses related to services associated with maintaining compliance with the requirements of Nasdaq and the Securities and Exchange Commission, or SEC, insurance and investor relations costs. If any of our current or future product candidates obtains U.S. regulatory approval, we expect that we would incur significantly increased expenses associated with building a sales and marketing team. 21 Â Other Income, Net Other income, net consists primarily of interest earned on our cash equivalents and marketable securities and grant income received from the State of Delaware. We anticipate re-applying for grants from the State of Delaware from time to time as long as we maintain qualifying headcount levels. Income Taxes Since our inception, we have not recorded any income tax benefits for the net operating losses, or NOLs, we have incurred or for our research and development tax credits, as we believe, based upon the weight of available evidence, that it is more likely than not that all of our NOLs and tax credits will not be realized. Results of Operations Comparison of the Three Months Ended September 30, 2024 and 2023 The following table sets forth our results of operations. Â Â Three months endedSeptember 30, Â Â Change Â (in thousands) Â 2024 Â Â 2023 Â Â Â Â Revenue from license agreement Â $ 3,000 Â Â $ â€” Â Â $ 3,000 Â Â Â Â

$7.7 million for the nine months ended September 30, 2024. Other Income, net Other income, net increased from $6.1 million for the nine months ended September 30, 2023, to $7.4 million for the nine months ended September 30, 2024 primarily due to income earned our investments and higher grant income. Liquidity and Capital Resources Overview Since our inception, we have not recognized any revenue and have incurred operating losses and negative cash flows from our operations. We have not yet commercialized any product and we do not expect to generate revenue from sales of any products for several years, if at all. We will need to raise substantial additional capital to support our continuing operations and pursue our growth strategy. Until such time as we can generate significant revenue from product sales, if ever, we plan to finance our operations through the sale of equity, debt financings or other capital sources, which may include collaborations with other companies or other strategic transactions. There are no assurances that we will be successful in obtaining an adequate level of financing as and when needed to finance our operations on terms acceptable to us or at all. Any failure to raise capital as and when needed could have a negative impact on our financial condition and on our ability to pursue our business plans and strategies. If we are unable to secure adequate additional funding, we may have to significantly delay, scale back or discontinue the development and commercialization of one or more product candidates or delay our pursuit of potential in-licenses or acquisitions. As of September 30, 2024, we had $153.6 million in cash, cash equivalents, and marketable securities. We believe that our cash, cash equivalents, and marketable securities as of September 30, 2024 will be sufficient to fund operating expenses and capital expenditure requirements into 2026. Since our inception, we have funded our operations through the sale of convertible preferred stock, common stock, and pre-funded warrants. 24 Â During the second quarter of 2023, we sold 6,761,200 shares of common stock which comprised of (i) 5,312,978 shares of voting common stock and (ii) 1,448,222 shares of non-voting common stock at a price of $5.75 per share and to certain investors in lieu of common stock, we sold pre-funded warrants to purchase 12,895,256 shares of voting common stock at a price of $5.7499 per pre-funded warrant, resulting in gross proceeds of $113.0 million. We incurred offering costs of $2.6 million, of which $0.3 million were previously paid and deferred, which resulted in net proceeds of $110.4 million. The purchase price per share of each pre-funded warrant represents the per share offering price for the common stock, minus the $0.0001 per share exercise price of such pre-funded warrant. Of the voting common stock sold, 2,264,456 were purchased by our underwriters in connection with a 30-day option at a price of $5.75 per share. During the fourth quarter of 2023, we sold in a private placement pre-funded warrants to purchase 7,936,759 shares of voting common stock at a price of $3.1499 per pre-funded warrant, resulting in net proceeds of $24.8 million after deducting offering costs of $0.2 million. We did not issue any securities during the nine months ended September 30, 2024. Funding Requirements Our primary use of cash is to fund operating expenses, primarily research and development expenditures. Cash used to fund operating expenses is impacted by the timing of when we pay these expenses, as reflected in the change in our outstanding accounts payable, accrued expenses and prepaid expenses. Because of the numerous risks and uncertainties associated with research, development and commercialization of pharmaceutical products, we are unable to estimate the exact amount of our operating capital requirements. Our future funding requirements will depend on many factors, including, but not limited to: â€¢the scope, timing, progress and results of discovery, preclinical development, laboratory testing and clinical trials for our product candidates; â€¢the costs of manufacturing our product candidates for clinical trials and in preparation for marketing approval and commercialization; â€¢the extent to which we enter into collaborations or other arrangements with additional third parties in order to further develop our product candidates; â€¢the costs of preparing, filing and prosecuting patent applications, maintaining and enforcing our intellectual property rights and defending intellectual property-related claims; â€¢the costs and fees associated with the discovery, acquisition or in-license of additional product candidates or technologies; â€¢expenses needed to attract and retain skilled personnel; â€¢costs associated with being a public company; â€¢the costs required to scale up our clinical, regulatory and manufacturing capabilities; â€¢the costs of future commercialization activities, if any, including establishing sales, marketing, manufacturing and distribution capabilities, for any of our product candidates for which we receive marketing approval; and â€¢revenue, if any, received from commercial sales of our product candidates, should any of our product candidates receive marketing approval. We will need additional funds to meet operational needs and capital requirements for clinical trials, other research and development expenditures, and business development activities. We currently have no credit facility or committed sources of capital. Because of the numerous risks and uncertainties associated with the development and commercialization of our product candidates, we are unable to estimate the amounts of increased capital outlays and operating expenditures associated with our current and anticipated clinical studies. In May 2024, the Company filed a shelf registration statement (the "2024 Shelf Registration Statement") with the SEC for the issuance of common stock, preferred stock, debt securities, warrants, subscription rights and units up to an aggregate amount of $400 million. The 2024 Shelf Registration statement was declared effective on June 10, 2024. The 2024 Shelf Registration statement expires in May 2027, and as of September 30, 2024 there was $400.0 million remaining under the 2024 Shelf Registration Statement. In March 2023, we filed a prospectus supplement to our existing shelf registration statement on Form S-3 (the "2021 Shelf Registration Statement"). The 2021 Shelf Registration Statement permits the offering of up to $400.0 million aggregate dollar amount of shares of our common stock or preferred stock, debt securities, warrants to purchase our common stock, preferred stock or debt securities, subscription rights to purchase our common stock, preferred stock or debt securities and/or units consisting of some or all of 25 Â these securities, in one or more offerings and in any combination. The 2021 Shelf Registration Statement expires on November 24, 2024, and as of September 30, 2024 there was $187.0 million remaining under the 2021 Shelf Registration Statement. In March 2023, in connection with filing a prospectus supplement to our 2021 Shelf Registration Statement, we entered into an Open Market Sales Agreement (the "Sales Agreement") with Jefferies LLC, as the sales agent, pursuant to which we may offer and sell shares of our common stock having an aggregate offering amount of up to $75.0 million. The $75.0 million of common stock that may be issued and sold pursuant to the Sales Agreement is included in the $400.0 million of securities that may be issued and sold pursuant to the 2021 Shelf Registration Statement. We will pay Jefferies LLC a commission rate of up to 3.0% of the aggregate gross proceeds from the sale of any shares of common stock pursuant to the Sales Agreement. We have $75.0 million remaining under the Sales Agreement as of September 30, 2024. Upon the expiry of the 2021 Shelf Registration Statement, we expect to file a prospectus supplement to the 2024 Shelf Registration Statement in order to continue to allow us to access the Sales Agreement. Until such time, if ever, as we can generate substantial product revenue, we expect to finance our operations through a combination of equity offerings, debt financings, collaborations, strategic alliances and marketing, distribution or licensing arrangements. To the extent that we raise additional capital through the sale of equity or convertible debt securities, ownership interests will be diluted, and the terms of these securities may include liquidation or other preferences that adversely affect the rights of common stockholders. Debt financing and preferred equity financing, if available, may involve agreements that include covenants limiting or restricting our ability to take specific actions, such as incurring additional debt, making acquisitions or capital expenditures or declaring dividends. If we raise additional funds through collaborations, strategic alliances or marketing, distribution or licensing arrangements with third parties, we may have to relinquish valuable rights to our technologies, future revenue streams, research programs or product candidates, or grant licenses on terms that may not be favorable to us. If we are unable to raise additional funds through equity or debt financings or other arrangements when needed, we may be required to delay, limit, reduce or terminate our research, product development or future commercialization efforts, or grant rights to develop and market product candidates that we would otherwise prefer to develop and market ourselves. Cash Flows The following table shows a summary of our cash flows for the periods indicated: Â Â Â Nine months endedSeptember 30, Â (in thousands) Â 2024 Â Â 2023 Â Net cash used in operating activities Â $ (82,144) Â $ (83,485) Net cash provided by (used in) investing activities Â Â 68,073 Â Â Â (42,382) Net cash (used in) provided by financing activities Â Â (86) Â Â 111,158 Â Net decrease in cash, cash equivalents and restricted cash Â $ (14,157) Â $ (14,709) Operating Activities During the nine months ended September 30, 2024, we used $82.1 million of cash in operating activities. Cash used in operating activities reflected our net loss of $98.4 million offset by noncash charges of $16.4 million, which primarily consisted of stock-based compensation. The primary use of cash was to fund our operations related to the development of our product candidates. During the nine months ended September 30, 2023, we used $83.5 million of cash in operating activities. Cash used in operating activities reflected our net loss of $88.8 million and a $14.2 million net increase in our operating assets and liabilities, offset by noncash charges of $19.5 million, which primarily consisted of $19.7 million in stock-based compensation. The primary use of cash was to fund our operations related to the development of our product candidates. Investing Activities During the nine months ended September 30, 2024, net cash provided by investing activities of $68.1 million consisted primarily of $114.2 million in proceeds from maturities of marketable securities, partially offset by $45.4 million in purchases of marketable securities. During the nine months ended September 30, 2023, net cash used in investing activities of $42.4 million consisted primarily of $162.2 million in purchases of marketable securities, partially offset by $122.3 million in proceeds from maturities of marketable securities. 26 Â Financing Activities For the nine months ended September 30, 2024 net cash used in financing activities was primarily for principal payments on our finance lease and the payment of offering costs related to the shelf registration statement, partially offset by proceeds received from the issuance of common stock under the employee stock purchase plan. For the nine months ended September 30, 2023, net cash provided by financing activities was $111.2 million which was primarily the result of $110.8 million in proceeds received from the sale of common stock and pre-funded warrants, net of issuance costs. Critical Accounting Estimates Revenue Recognition The Company recognizes revenue under Accounting Standard Codification 606 â€“ Revenue from Contracts with Customers. Under ASC 606, we recognize revenue when our customer obtains control of promised goods or services, in an amount that reflects the consideration which we expect to receive in exchange for those goods or services. Our revenue recognition analysis consists of the following steps: (i) identify the contract(s) with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations; and (v) recognition of revenue as we satisfy each performance obligation. We apply significant judgment when we determine which goods and services are separate performance obligations, allocate the transaction price, and determine when a performance obligation has been satisfied. We recognize as revenue the amount of the transaction price that is allocated to the respective performance obligations when (or as) the performance obligations are satisfied. We recognize a liability when we have received payment but have not yet satisfied the related performance obligations. During the three months ended September 30, 2024, there were no other material changes to our critical accounting policies and estimates from those described under the heading â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations-Critical Accounting Estimatesâ€ in our 2023 Annual Report on Form 10-K. Emerging Growth Company and Smaller Reporting Company Status In April 2012, the JOBS Act was enacted. Section 107 of the JOBS Act provides that an â€œemerging growth companyâ€ can take advantage of the extended transition period provided in Section 7(a)(2)(B) of the Securities Act of 1933, as amended, for complying with new or revised accounting standards. Thus, an emerging growth company can delay the adoption of certain accounting standards until those standards would otherwise apply to private companies. We have elected to avail ourselves of this exemption from complying with new or revised accounting standards and, therefore, will not be subject to the same new or revised accounting standards as other public companies that are not emerging growth companies. As a result, our financial statements may not be comparable to companies that comply with new or revised accounting pronouncements as of public company effective dates. Subject to certain conditions, as an emerging growth company, we may rely on certain other exemptions and reduced reporting requirements, including without limitation, exemption to the requirements for providing an auditorâ€™s attestation report on our system of internal controls over financial reporting pursuant to Section 404(b) of the Sarbanes-Oxley Act. We will remain an emerging growth company until the earlier to occur of (a) the last day of the fiscal year (i) following the fifth anniversary of the completion of our initial public offering (i.e. December 31, 2025), (ii) in which we have total annual gross revenues of at least $1.235 billion or (iii) in which we are deemed to be a â€œlarge accelerated filerâ€ under the rules of the SEC, which means the market value of our common stock that is held by non-affiliates exceeds $700.0 million as of the prior June 30th, or (b) the date on which we have issued more than $1.0 billion in non-convertible debt during the prior three-year period. We are also a â€œsmaller reporting company,â€ meaning that the market value of our stock held by non-affiliates is less than $700.0 million and our annual revenue is less than $100.0 million during the most recently completed fiscal year. We may continue to be a smaller reporting company after if either (i) the market value of our stock held by non-affiliates is less than $250.0 million or (ii) our annual revenue is less than $100.0 million during the most recently completed fiscal year and the market value of our stock held by non-affiliates is less than $700.0 million. If we remain a smaller reporting company once we cease to be an emerging growth company, we may continue to rely on exemptions from certain disclosure requirements that are available to smaller reporting companies. Specifically, as a smaller reporting company we may choose to present only the two most recent fiscal years of audited financial statements in our Annual Report on Form 10-K and, similar to emerging growth companies, smaller reporting companies have reduced disclosure obligations regarding executive compensation. 27 Â Item 3. Quantitative and Qualitative Disclosures About Market Risk. We are a smaller reporting company as defined by Rule 12b-2 of the Exchange Act and are not required to provide the information required under this item with respect to the period ending September 30, 2024. Item 4. Controls and Procedures. Evaluation of Disclosure Controls and Procedure As of September 30, 2024, management, with the participation of our Principal Executive Officer and Principal Financial and Accounting Officer, 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 Securities Exchange Act of 1934, as amended, or 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 Principal Executive Officer and the Principal Financial and Accounting 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 Principal Executive Officer and Principal Financial and Accounting 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 Reporting Management determined that, as of September 30, 2024, there were no changes in our internal control over financial reporting that occurred during the fiscal quarter then ended that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. 28 Â PART IIâ€“ OTHER INFORMATION Item 1. Legal Proceedings. From time to time, we may be involved in legal proceedings arising in the ordinary course of our business. In addition, we may receive letters alleging infringement of patents or other intellectual property rights. We are not presently a party to any legal proceedings that, in the opinion of management, would have a material adverse effect on our business, operating results, cash flows or financial conditions should such litigation be resolved unfavorably. Regardless of outcome, litigation can have an adverse impact on us due to defense and settlement costs, diversion of management resources, negative publicity and reputational harm, and other factors. Item 1A. Risk Factors Investing in our common stock involves a high degree of risk. Before making your decision to invest in shares of our common stock, you should carefully consider the risks and uncertainties described under Part I, Item 1A, â€œRisk Factorsâ€ in our 2023 Annual Report on Form 10-K filed with the Securities and Exchange Commission on February 15, 2024, in addition to the risk factors that appear below. Risks Related to Our Dependence on Third Parties Changes in United States and China relations, as well as relations with other countries, and/or regulations may adversely impact our business, our operating results, our ability to raise capital and the market price of our shares. The U.S. government, including the SEC, has made statements and taken certain actions that led to changes to United States and international relations, and will impact companies with connections to the United States or China, including imposing several rounds of tariffs affecting certain products manufactured in China, imposing certain sanctions and restrictions in relation to China and issuing statements indicating enhanced review of companies with significant China-based operations. It is unknown whether and to what extent new legislation, executive orders, tariffs, laws or regulations will be adopted, or the effect that any such actions would have on companies with significant connections to the U.S. or to China, our industry or on us. Any unfavorable government policies on cross-border relations and/or international trade, including increased scrutiny on companies with significant China-based operations and escalation of tensions between China and Taiwan, such as recent step up of military exercises around Taiwan by China, capital controls or tariffs, may affect our ability to raise capital and the market price of our shares. There have been Congressional legislative proposals, such as the recent bill titled the Biosecure Act, to discourage contracting with Chinese companies on the development or manufacturing of pharmaceutical products. If any new legislation, executive orders, tariffs, laws and/or regulations are implemented, if existing trade agreements are renegotiated or if the U.S. or Chinese governments take retaliatory actions due to the recent U.S.-China tension, such changes could have an adverse effect on our business, financial condition and results of operations, our ability to raise capital and the market price of our shares. We are no longer developing our PRMT5 inhibitor, PRT811, and are dependent on our license agreement with Pathos AI, Inc. to develop and commercialize the asset. Pursuant to the terms of the license agreement with Pathos (the â€œPathos License Agreementâ€), we granted an exclusive, world-wide license for our selective, brain-penetrant PRMT5 inhibitor, PRT811. Consequently, the commercial success of PRT811 will depend in significant part on the efforts of Pathos. Pathos will pay us milestone payments upon the achievement of specified development

and sales milestone events, as well as royalties on sales of the licensed products. If Pathos is unable to commercialize PRT811, or determines not to pursue development or commercialization of PRT811, we will not receive any sales milestones or royalty payments under the Pathos License Agreement. Risks Related to Our Business and Industry The Company may be exposed to liabilities under the U.S. Foreign Corrupt Practices Act (â€œFCPAâ€) and Chinese anti-corruption law. The Company is subject to the FCPA, and other laws that prohibit improper payments or offers of payments to foreign governments, foreign government officials and political parties by U.S. persons as defined by the statute for purposes of obtaining or retaining businesses. The Company may have agreements with third parties who may make sales in mainland China and the U.S., during the process of which the Company may be exposed to corruption. Activities in Taiwan create the risk of unauthorized payments or offers of payments by an employee, consultant or agent of the Company, because these parties are not always subject to the Companyâ€™s control. 29 Â Although the Company believes to date it has complied in all material aspects with the provisions of the FCPA and Chinese anti-corruption law, the existing safeguards and any future improvements may prove to be less than effective and any of the Companyâ€™s employees, consultants or agents may engage in corruptive conduct for which the Company might be held responsible. Violations of the FCPA or Chinese anti-corruption law may result in severe criminal or civil sanctions against the Company and individuals and therefore could negatively affect the Companyâ€™s business, operating results and financial condition. In addition, the Taiwanese government may seek to hold the Company liable as a successor for FCPA violations committed by companies in which the Company invests or acquires. Artificial intelligence presents risks and challenges that can impact our business including by posing security risks to our confidential information, proprietary information, and personal data. Issues in the development and use of artificial intelligence, combined with an uncertain regulatory environment, may result in reputational harm, liability, or other adverse consequences to our business operations. As with many technological innovations, artificial intelligence presents risks and challenges that could impact our business. We may adopt and integrate generative artificial intelligence tools into our systems for specific use cases reviewed by legal and information security. Our vendors may incorporate generative artificial intelligence tools into their offerings without disclosing this use to us, and the providers of these generative artificial intelligence tools may not meet existing or rapidly evolving regulatory or industry standards with respect to privacy and data protection and may inhibit our or our vendorsâ€™ ability to maintain an adequate level of service and experience. If we, our vendors, or our third-party partners experience an actual or perceived breach or privacy or security incident because of the use of generative artificial intelligence, we may lose valuable intellectual property and confidential information and our reputation and the public perception of the effectiveness of our security measures could be harmed. Further, bad actors around the world use increasingly sophisticated methods, including the use of artificial intelligence, to engage in illegal activities involving the theft and misuse of personal information, confidential information, and intellectual property. Any of these outcomes could damage our reputation, result in the loss of valuable property and information, and adversely impact our business. Item 2. Unregistered Sales of Equity Securities and Use of Proceeds. None. Item 3. Defaults Upon Senior Securities. None. Item 4. Mine Safety Disclosures. Not applicable. Item 5. Other Information. None. 30 Â Item 6. Exhibits. Furnish the exhibits required by Item 601 of Regulation S-K (Â§ 229.601 of this chapter). Â ExhibitNumber Description Form File No. Exhibit No. Exhibit Filing Date Filed/Furnished Herewith 31.1 Certification of Principal Executive Officer Pursuant to Rules 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. Â X 31.2 Certification of Principal Financial Officer Pursuant to Rules 13a-14(a) and 15d-14(a) under the Securities Exchange Act of 1934, as Adopted Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. Â X 32.1* Certification of Principal Executive Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. Â X 32.2* Certification of Principal Financial Officer Pursuant to 18 U.S.C. Section 1350, as Adopted Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. Â X 101.INS Inline XBRL Instance Document - the instance document does not appear in the Interactive Data File as its XBRL tags are embedded within the Inline XBRL document Â X 101.SCH Inline XBRL Taxonomy Extension Schema With Embedded Linkbase Documents Â X 104 Â Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101) Â Â Â Â X *The certifications furnished in Exhibits 32.1 and 32.2 hereto are deemed to accompany this Form 10-Q and are not deemed â€œfiledâ€ for purposes of Section 18 of the Exchange Act, or otherwise subject to the liability of that section, nor shall they be deemed incorporated by reference into any filing under the Securities Act or the Exchange Act. Â Â 31 Â SIGNATURES Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. Â Prelude Therapeutics Incorporated Date: November 6, 2024 By: /s/ Krishna Vaddi Krishna Vaddi, PhD Chief Executive Officer Â (Principal Executive Officer) Date: November 6, 2024 By: /s/ Bryant Lim Bryant Lim Interim Chief Financial Officer Â Â Â (Principal Financial and Accounting Officer) Â 32 EX-31.1 2 prld-ex31_1.htm EX-31.1 EX-31.1 Â Exhibit 31.1 CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 I, Krishna Vaddi, certify that: 1.I have reviewed this Quarterly Report on Form 10-Q of Prelude Therapeutics Incorporated; 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; and (d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 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; and (b)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. Â Date: November 6, 2024 By: /s/ Krishna Vaddi Krishna Vaddi, PhD Chief Executive Officer(Principal Executive Officer) Â EX-31.2 3 prld-ex31_2.htm EX-31.2 EX-31.2 Â Exhibit 31.2 CERTIFICATION PURSUANT TO RULES 13a-14(a) AND 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 I, Bryant Lim, certify that: 1.I have reviewed this Quarterly Report on Form 10-Q of Prelude Therapeutics Incorporated; 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; and (d)Disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and 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; and (b)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. Â Date: November 6, 2024 By: /s/ Bryant Lim Bryant Lim Interim Chief Financial Officer(Principal Accounting and Financial Officer) Â EX-32.1 4 prld-ex32_1.htm EX-32.1 EX-32.1 Â Exhibit 32.1 CERTIFICATION OF PRINCIPAL EXECUTIVE OFFICER PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 I, Krishna Vaddi, Chief Executive Officer of Prelude Therapeutics Incorporated (the â€œCompanyâ€), do hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge: (1)the Quarterly Report on Form 10-Q of the Company for the fiscal quarter ended September 30, 2024 (the â€œReportâ€) fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and (2)the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company. Â Date: November 6, 2024 By: /s/ Krishna Vaddi Krishna Vaddi, PhD Chief Executive Officer(Principal Executive Officer) Â EX-32.2 5 prld-ex32_2.htm EX-32.2 EX-32.2 Â Exhibit 32.2 CERTIFICATION OF PRINCIPAL FINANCIAL OFFICER PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 I, Bryant Lim, Chief Financial Officer of Prelude Therapeutics Incorporated (the â€œCompanyâ€), do hereby certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to the best of my knowledge: (1)the Quarterly Report on Form 10-Q of the Company for the fiscal quarter ended September 30, 2024 (the â€œReportâ€) fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; and (2)the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company. Â Date: November 6, 2024 By: /s/ Bryant Lim Bryant Lim Interim Chief Financial Officer(Principal Accounting and Financial Officer) Â EX-101.SCH 6 prld-20240930.xsd XBRL TAXONOMY EXTENSION SCHEMA WITH EMBEDDED LINKBASES DOCUMENT 100000 - Document - Document and Entity Information link:presentationLink link:calculationLink link:definitionLink 100010 - Statement - BALANCE SHEETS link:presentationLink link:calculationLink link:definitionLink 100020 - Disclosure - Marketable Securities - Schedule of Marketable Securities (Details) 2 link:presentationLink link:calculationLink link:definitionLink 100030 - Statement - BALANCE SHEETS (PARENTHETICAL) link:presentationLink link:calculationLink link:definitionLink 100040 - Disclosure - Commitments - Schedule of Future Minimum Annual Lease Payments Under Operating and Finance Lease (Details) 3 link:presentationLink link:calculationLink link:definitionLink 100050 - Statement - STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (UNAUDITED) link:presentationLink link:calculationLink link:definitionLink 100060 - Disclosure - Commitments - Schedule of Future Minimum Annual Lease Payments Under Operating and Finance Lease (Details) 4 link:presentationLink link:calculationLink link:definitionLink 100070 - Statement - STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED) link:presentationLink link:calculationLink link:definitionLink 100080 - Disclosure - Commitments - Schedule of Future Minimum Annual Lease Payments Under Operating and Finance Lease (Details) 5 link:presentationLink link:calculationLink link:definitionLink 100090 - Statement - STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED) (PARENTHETICAL) link:presentationLink link:calculationLink link:definitionLink 100100 - Statement - STATEMENTS OF CASH FLOWS (UNAUDITED) link:presentationLink link:calculationLink link:definitionLink 995455 - Disclosure - Background link:presentationLink link:calculationLink link:definitionLink 995465 - Disclosure - Risks and Liquidity link:presentationLink link:calculationLink link:definitionLink 995475 - Disclosure - Summary of Significant Accounting Policies link:presentationLink link:calculationLink link:definitionLink 995485 - Disclosure - Marketable Securities link:presentationLink link:calculationLink link:definitionLink 995495 - Disclosure - Fair Value of Financial Instruments link:presentationLink link:calculationLink link:definitionLink 995505 - Disclosure - Accrued Expenses and Other Current Liabilities link:presentationLink link:calculationLink link:definitionLink 995515 - Disclosure - Common Stock link:presentationLink link:calculationLink link:definitionLink 995525 - Disclosure - Commitments link:presentationLink link:calculationLink link:definitionLink 995535 - Disclosure - Stock-Based Compensation link:presentationLink link:calculationLink link:definitionLink 995545 - Disclosure - Subsequent Events link:presentationLink link:calculationLink link:definitionLink 995555 - Disclosure - Summary of Significant Accounting Policies (Policies) link:presentationLink link:calculationLink link:definitionLink 995565 - Disclosure - Summary of Significant Accounting Policies (Tables) link:presentationLink link:calculationLink link:definitionLink 995575 - Disclosure - Marketable Securities (Tables) link:presentationLink link:calculationLink link:definitionLink 995585 - Disclosure - Fair Value of Financial Instruments (Tables) link:presentationLink link:calculationLink link:definitionLink 995595 - Disclosure - Accrued Expenses and Other Current Liabilities (Tables) link:presentationLink link:calculationLink link:definitionLink 995605 - Disclosure - Commitments (Tables) link:presentationLink link:calculationLink link:definitionLink 995615 - Disclosure - Stock-Based Compensation (Tables) link:presentationLink link:calculationLink link:definitionLink 995625 - Disclosure - Risks and Liquidity - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995635 - Disclosure - Summary of Significant Accounting Policies - Schedule of Reconciliation of Cash and Cash Equivalents and Restricted Cash (Details) link:presentationLink link:calculationLink link:definitionLink 995645 - Disclosure - Summary of Significant Accounting Policies - Schedule of Potentially Dilutive Securities Excluded from Computation of Diluted Weighted-average Shares of Common Stock Outstanding (Details) link:presentationLink link:calculationLink link:definitionLink 995655 - Disclosure - Summary of Significant Accounting Policies - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995665 - Disclosure - Marketable Securities - Schedule of Marketable Securities (Details) link:presentationLink link:calculationLink link:definitionLink 995675 - Disclosure - Marketable Securities - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995685 - Disclosure - Fair Value of Financial Instruments - Schedule of Assets and Liabilities Measured at Fair Value on Recurring Basis (Details) link:presentationLink link:calculationLink link:definitionLink 995695 - Disclosure - Accrued Expenses and Other Current Liabilities - Summary of Accrued Expenses and Other Current Liabilities (Details) link:presentationLink link:calculationLink link:definitionLink 995705 - Disclosure - Common Stock - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995715 - Disclosure - Commitments - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995725 - Disclosure - Commitments - Schedule of Supplemental Balance Sheet and Other Information related to Operating and Finance Leases (Details) link:presentationLink link:calculationLink link:definitionLink 995735 - Disclosure - Commitments - Schedule of Supplemental Cash Flow Information related to leases (Details) link:presentationLink link:calculationLink link:definitionLink 995745 - Disclosure - Commitments - Schedule of Future Minimum Annual Lease Payments Under Operating and Finance Lease (Details) link:presentationLink link:calculationLink link:definitionLink 995755 - Disclosure - Stock-Based Compensation - Additional Information (Details) link:presentationLink link:calculationLink link:definitionLink 995765 - Disclosure - Stock-Based Compensation - Schedule of Stock-Based Compensation Expense Recorded in Statements of Operations (Details) link:presentationLink link:calculationLink link:definitionLink 995775 - Disclosure - Stock-Based Compensation - Summary of Stock Option Activity (Details) link:presentationLink link:calculationLink link:definitionLink 995785 - Disclosure - Stock-Based Compensation - Summary of Information about Stock Options Outstanding (Details) link:presentationLink link:calculationLink link:definitionLink 995795 - Disclosure - Stock-Based Compensation - Schedule of Fair Value of Each Option Estimated on Date of Grant Using Weighted Average Assumptions (Details) link:presentationLink link:calculationLink link:definitionLink 995805 - Disclosure - Stock-Based Compensation - Summary of Activity related to RSA Stock-Based Payment Awards (Details) link:presentationLink link:calculationLink link:definitionLink 995815 - Disclosure - Stock-Based Compensation - Summary of Activity related to RSU Stock-Based Payment

Awards (Details) link:presentationLink link:calculationLink link:definitionLink Statement [Line Items] Statement [Line Items] Share-Based Payment Arrangement, Option, Exercise Price Range, Lower Range Limit Range of Exercise Prices, Minimum Plan Name [Domain] Plan Name Cash equivalents at carrying value fair value. Cash Equivalents At Carrying Value Fair Value Cash equivalents, Fair Value Entity Address, Postal Zip Code Entity Address, Postal Zip Code Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Finance Lease, Liability, to be Paid Total undiscounted lease payments Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent [Abstract] Comprehensive loss Percentage of commission on gross proceeds from sale of common stock Percentage of Commission on Gross Proceeds from Sale of Common Stock Percentage of commission on gross proceeds from sale of common stock. Share-Based Payment Arrangement, Nonvested Award, Excluding Option, Cost Not yet Recognized, Amount Share-based payment arrangement, nonvested award, unrecognized expense Share-Based Payment Arrangement, Tranche One [Member] Vesting After One Year Issuance of common stock under ESPP, (shares) Stock Issued During Period, Shares, Employee Stock Ownership Plan Weighted average exercise price per share, Exercisable at September 30, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Exercise Price Shares, Outstanding Ending balance (shares) Beginning balance (shares) Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV Fair Value, Inputs, Level 2 [Member] Significant other observable inputs (Level 2) Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Stock issued during period shares stock options vesting of restricted stock units. Stock Issued During Period Shares Stock Options Vesting Of Restricted Stock Units Issuance of common stock upon vesting of RSU's, net of 3,609 shares withheld for employee taxes, (shares) 2024 (remaining) Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Stock, Class of Stock [Table] Schedule Of Stock By Class [Table] Depreciation, Depletion and Amortization Depreciation and amortization Depreciation, Depletion and Amortization, Total Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Rights, Percentage Percentage of stock options vested Collaborative Arrangement and Arrangement Other than Collaborative [Domain] Employee Stock Purchase Plan Employee Stock [Member] Equity [Text Block] Common Stock Class of Warrant or Right [Axis] Sale of Stock [Domain] Cash and Cash Equivalents [Domain] Cash and Cash Equivalents Other Commitments [Line Items] Other Commitments [Line Items] Entity Central Index Key Entity Central Index Key Schedule of cash flow information of lease table text block. Schedule Of Cash Flow Information Of Lease Table Text Block Schedule of Supplemental Cash Flow Information related to leases Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period Number of shares, Forfeited Increase (Decrease) in Operating Capital [Abstract] Changes in operating assets and liabilities: Common Stock, Shares, Issued Common stock, shares, issued Other assets Other Assets Other Assets, Total Increase (Decrease) in Prepaid Expense and Other Assets Prepaid expenses and other current assets Finance Lease, Liability, to be Paid, Year Five 2029 Remaining lease term Lessee, Operating Lease, Remaining Lease Term Business Description and Basis of Presentation [Text Block] Background Income Statement [Abstract] Entity Address, State or Province Entity Address, State or Province Issuance of common stock under ESPP Stock Issued During Period, Value, Employee Stock Purchase Plan Two thousand twenty employee stock purchase plan. Two Thousand Twenty Employee Stock Purchase Plan [Member] 2020 Employee Stock Purchase Plan Finance Lease, Liability, to be Paid, Year One 2025 Number of lease extensions. Number Of Lease Extensions Number of lease extensions Voting and Non-Voting Common Stock Voting and Non-Voting Common Stock [Member] Voting and non-voting common stock. Accounting Standards Update [Extensible Enumeration] Change in acounting principle Reimbursements for development of lab space. Reimbursements For Development Of Lab Space Reimbursements for development of lab space Cash equivalents at carrying value amortized cost. Cash Equivalents At Carrying Value Amortized Cost Cash Equivalents, Amortized cost Cash Equivalents, Amortized Cost Debt Securities, Available-for-Sale, Unrealized Loss Position, Total Debt Securities, Available-for-Sale, Unrealized Loss Position Securities fair market value unrealized loss position Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Intrinsic Value Aggregate intrinsic value of exercisable options Finance Lease, Liability, to be Paid, after Year Five Thereafter Amount of securities that may be issued and sold Sale Of Common Stock Maximum Proceeds From Shelf Sale of common stock maximum proceeds from shelf. Cover [Abstract] Earnings Per Share, Basic Net loss per share of common stock, basic Earnings Per Share, Basic, Total Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Gain, before Tax Marketable securities, Gross unrealized gain Operating Expenses [Abstract] Operating expenses: Finance Lease, Principal Payments Financing cash flows from finance lease Principal payments on finance lease liabilities Investments, Debt and Equity Securities [Abstract] Schedule of Cash and Cash Equivalents [Table Text Block] Schedule of Reconciliation of Cash and Cash Equivalents and Restricted Cash Share-Based Payment Arrangement, Expense Stock-based compensation expense Finance Lease, Weighted Average Discount Rate, Percent Weighted-average discount rate, Finance lease Nonvested Restricted Stock Shares Activity [Table Text Block] Summary of Activity related to RSA Stock-Based Payment Awards Retained Earnings (Accumulated Deficit) Accumulated deficit Retained Earnings (Accumulated Deficit), Total Plan Name [Axis] Plan Name Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Number of shares, Outstanding at end of period Number of shares, Outstanding at beginning of period Assets, Current [Abstract] Current assets: Share-Based Payment Arrangement, Disclosure [Abstract] Net Cash Provided by (Used in) Operating Activities Net cash used in operating activities Accumulated other comprehensive income Accumulated Other Comprehensive Income (Loss), Net of Tax Accumulated Other Comprehensive Income (Loss), Net of Tax, Total Schedule of supplemental balance sheet and other information of operating and finance leases table text block. Schedule Of Supplemental Balance Sheet And Other Information Of Operating And Finance Leases Table Text Block Schedule of Supplemental Balance Sheet and Other Information related to Operating and Finance Leases Property, Plant and Equipment, Net Property and equipment, net Property, Plant and Equipment, Net, Total 2028 Lessee, Operating Lease, Liability, to be Paid, Year Four Net Cash Provided by (Used in) Operating Activities [Abstract] Cash flows used in operating activities: Fair Value, Recurring [Member] Recurring Basis Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Schedule of Assets and Liabilities Measured at Fair Value on Recurring Basis Vesting [Axis] Vesting Common Stock, Par or Stated Value Per Share Common stock, par value Stock Options Accrued expenses and other current liabilities. Accrued Expenses And Other Current Liabilities [Text Block] Accrued Expenses and Other Current Liabilities Statement of Cash Flows [Abstract] Counterparty Name [Axis] Antidilutive Securities, Name [Domain] Antidilutive Securities, Name Maximum aggregate offering amount. Maximum Aggregate Offering Amount Maximum aggregate offering amount Warrants to purchase common stock Class of Warrant or Right, Number of Securities Called by Warrants or Rights Unvested Restricted Stock Awards Restricted Stock [Member] Restricted Stock Awards Equity Components [Axis] Equity Components Entity Address, Address Line One Entity Address, Address Line One Percentage of shares outstanding used to calculate annual increase in number of shares that can be issued. Percentage Of Shares Outstanding Used To Calculate Annual Increase In Number Of Shares That Can Be Issued Percentage of shares outstanding used to calculate annual increase in number of shares that can be issued Employee-related Liabilities, Current Compensation and related benefits Employee-related Liabilities, Current, Total Subsequent Event Type Subsequent Event Type [Axis] Share-Based Payment Arrangement, Option, Exercise Price Range, Outstanding, Weighted Average Remaining Contractual Term Options Outstanding, Weighted Average Remaining Contractual Life (in years) Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Schedule of Potentially Dilutive Securities Excluded from Computation of Diluted Weighted-average Shares of Common Stock Outstanding Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate Risk-free interest rate Two thousand twenty four shelf registration. Two Thousand Twenty Four Shelf Registration [Member] 2024 Shelf Registration Marketable Securities Investments in Debt and Marketable Equity Securities (and Certain Trading Assets) Disclosure [Text Block] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Number of shares, Unvested balance at end of period Number of shares, Unvested balance at beginning of period Amendment Flag Amendment Flag Operating lease liability Operating Lease, Liability, Noncurrent Corporate Debt Securities [Member] Corporate Debt Securities Additional Paid in Capital, Common Stock Additional paid-in capital Net loss Net loss Share-Based Payment Arrangement, Option, Exercise Price Range, Outstanding, Weighted Average Exercise Price Options Outstanding, Weighted Average Exercise Price Share-Based Payment Arrangement, Option, Exercise Price Range, Outstanding, Weighted Average Exercise Price, Beginning Balance Share-Based Payment Arrangement, Option, Exercise Price Range, Outstanding, Weighted Average Exercise Price, Ending Balance Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period Number of shares, Exercised Issuance of common stock upon exercise of stock options (shares) Number of shares, Exercisable at September 30, 2024 Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number Research and Development Expense [Member] Research and Development Lease liability. Lease Liability [Line Items] Lease Liability [Line Items] Equity Component [Domain] Equity Component Statistical Measurement [Domain] Statistical Measurement General and Administrative Expense General and administrative General and Administrative Expense, Total Unrealized gain (loss) on marketable securities, net of tax Unrealized loss on marketable securities Unrealized gain (loss) on marketable securities Other Comprehensive Income (Loss), Available-for-Sale Securities Adjustment, Net of Tax, Portion Attributable to Parent, Total Risks and liquidity. Risks And Liquidity [Text Block] Risks and Liquidity Other Nonoperating Income (Expense) Other income, net Other Nonoperating Income (Expense), Total Near term payment upon transfer of materials. Near Term Payment Upon Transfer Of Materials Near term payment upon transfer of materials Share-Based Compensation Arrangement by Share-Based Payment Award, Expiration Period Award term Net Income (Loss), Including Portion Attributable to Noncontrolling Interest Net loss Net Income (Loss), Including Portion Attributable to Noncontrolling Interest, Total Deferred Revenue, Current, Total Deferred Revenue, Current Deferred revenue Cash paid in the measurement of operating lease liabilities Operating Lease, Payments Operating cash flows from operating lease Proceeds from Stock Options Exercised Proceeds from the issuance of common stock in connection with the exercise of stock options Increase decrease in long-term prepaid expense and other long-term assets. Increase Decrease In Long-term Prepaid Expense And Other Long-term Assets Long-term prepaid expenses and other long-term assets Operating lease estimated incremental borrowing rate percent Lessee, Operating Lease, Discount Rate Payables and Accruals [Abstract] Share-Based Payment Arrangement, Option, Exercise Price Range [Table Text Block] Summary of Information about Stock Options Outstanding Prepaid Expense and Other Assets, Current Prepaid expenses and other current assets Share-Based Payment Arrangement, Option, Exercise Price Range, Exercisable, Weighted Average Exercise Price Options Exercisable, Weighted Average Exercise Price Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Forfeitures in Period, Weighted Average Exercise Price Weighted average exercise price per share, Forfeited Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Class of Stock [Domain] Class of Stock Comprehensive Income (Loss), Net of Tax, Attributable to Parent Comprehensive loss Common Stock, Shares, Outstanding Common stock, shares, outstanding Common Stock, Shares, Outstanding, Beginning Balance Common Stock, Shares, Outstanding, Ending Balance Eligible grant receivable for increasing jobs. Eligible Grant Receivable For Increasing Jobs Eligible grant for increasing job Antidilutive Securities [Axis] Antidilutive Securities Beneficial ownership percentage. Beneficial Ownership Percentage Beneficial ownership percentage Entity Interactive Data Current Entity Interactive Data Current Silicon Valley Bank Silicon Valley Bank [Member] Silicon Valley Bank Marketable Securities [Table] Marketable Securities [Table] Approved grant receivable to increasing jobs. Approved Grant Receivable to Increasing Jobs Approved grant receivable to increasing jobs Accounting Standards Update [Domain] Accounting Standards Update Document Quarterly Report Document Quarterly Report Schedule of Marketable Securities Marketable Securities [Table Text Block] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Weighted-average grant date fair value, Vested Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Total cash, cash equivalents, and restricted cash shown in statement of cash flows Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Beginning Balance Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Ending Balance Initial term of lease. Initial Term Of Lease Initial term of lease Finance Lease, Liability, Undiscounted Excess Amount Less imputed interest Less imputed interest Statistical Measurement [Axis] Statistical Measurement Operating Lease, Cost Operating lease cost Assets, Fair Value Disclosure, Total Assets, Fair Value Disclosure Fair value measurement, assets Lease cost Lease, Cost Lease, Cost, Total Reimbursements for development of lab space expiration year. Reimbursements For Development Of Lab Space Expiration Year Reimbursements for development of lab space expiration year Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Schedule of Future Minimum Annual Lease Payments Under Lease Finance Lease, Interest Payment on Liability Operating cash flows from finance lease $0.31 - $4.56 Exercise price range one. Exercise Price Range One [Member] Commercial Paper [Member] Commercial Paper Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Number of shares available for future grants Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Period for Recognition Total unrecognized compensation expense, weighted-average period Potential developmental milestones receivable. Potential Developmental Milestones Receivable Potential developmental milestones receivable Statement of Income Location, Balance [Axis] Income Statement Location Cash and Cash Equivalents [Axis] Cash and Cash Equivalents Assets Total assets Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term Expected life (in years) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period Number of shares, Vested Recently Issued Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Entity Address, City or Town Entity Address, City or Town Accumulated Other Comprehensive Loss AOCI Attributable to Parent [Member] Equity [Abstract] Prepaid Expense and Other Assets, Noncurrent Prepaid expenses and other non-current assets Proceeds from issuance of common stock and pre-funded warrants, net of offering costs Proceeds from issuance of common stock and pre-funded warrants, net of issuance costs Proceeds From Issuance Of Common Stock And Pre-funded Warrants, Net Of Issuance Costs Proceeds from issuance of common stock and pre-funded warrants, net of issuance costs Offering costs Issuance costs Payment of offering costs Finance Lease, Liability, to be Paid, Year Two 2026 Registration Payment Arrangement by Arrangement [Axis] Lease liability. Lease Liability [Table] Lease Liability [Table] Share-Based Payment Arrangement, Cost by Plan [Table Text Block] Schedule of Stock-Based Compensation Expense Recorded in Statements of Operations Eligible employees contribution percentage. Eligible Employees Contribution Percentage Eligible employees contribution percentage Stock issued during period shares stock options vesting of restricted stock units amount. Stock Issued During Period Shares Stock Options Vesting Of Restricted Stock Units Amount Issuance of common stock upon vesting of RSU's, net of 3,609 shares withheld for employee taxes ASU 2020-06 Accounting Standards Update 2020-06 [Member] Common stock aggregate offering amount Common Stock Aggregate Offering Amount Common stock aggregate offering amount. Nonvoting Common Stock [Member] Non-voting Common Stock Private Placement Private Placement [Member] Shelf Registration statement expiration period Registration Payment Arrangement, Expiration Date Registration payment arrangement, expiration date. Share-Based Payment Arrangement [Text Block] Stock-Based Compensation Number of shares authorized Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Authorized Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture, Total Stock-based compensation expense (shares) Defined Contribution Plan, Employer Matching Contribution, Percent of Employees' Gross Pay Defined contribution plan, employer matching contribution, percent of employee's gross pay Operating Lease, Weighted Average Discount Rate, Percent Weighted-average discount rate, Operating lease Background. Background [Abstract] Fair Value Disclosures [Abstract] Finance Lease, Liability, to be Paid, Fiscal Year Maturity [Abstract] Finance lease Stock Issued During Period, Value, New Issues Issuance of common stock and prefunded warrants, net of issuance costs of $2.6 million Issuance of common stock upon exercise of stock options & vesting of RSU's Stock Issued During Period, Value, Stock Options Exercised Liabilities, Current [Abstract] Current liabilities: Lease Contractual Term [Axis] Lease Contractual Term Document Type Document Type Accounting Standards Update [Axis] Accounting Standards Update U.S. Government Securities U.S government securities US Government Agencies Debt Securities [Member] Title of 12(b) Security Title of 12(b) Security Cash and Cash Equivalents, at Carrying Value Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value, Total 2029 Lessee, Operating Lease, Liability, to be Paid, Year Five Lease, Cost [Table Text Block] Schedule of Components of Operating Lease and Finance Lease Costs Statement of Stockholders' Equity [Abstract] Document Fiscal Period Focus Document Fiscal Period Focus Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercises in Period, Intrinsic Value Aggregate intrinsic value of options exercised Research and Development Expense Research and development Research and Development Expense, Total Payment, Tax Withholding, Share-Based Payment Arrangement Payment of withholding taxes related to stock-based compensation to employees Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Number of shares, Granted Subsequent Event Type [Domain] Finance Lease, Right-of-Use Asset, after Accumulated Amortization, Total Finance Lease, Right-of-Use Asset, after Accumulated Amortization Finance Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Schedule of Fair Value of Each Option Estimated on Date of Grant Using Weighted Average Assumptions Open Market Sales Agreement Open Market Sales Agreement [Member] Open market sales agreement. Offering costs in accrued expenses and other current liabilities Offering Costs In Accrued Expenses And Other Current Liabilities Offering costs in accrued expenses and other current liabilities. Warrants exercise price per share

Class of Warrant or Right, Exercise Price of Warrants or Rights Financial Instruments [Domain] Unrealized (loss) gain on marketable securities Unrealized gain (loss) on marketable securities. Unrealized Gain Loss On Marketable Securities Sale of Stock [Axis] Cash flows provided by investing activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Schedule of Nonvested Restricted Stock Units Activity [Table Text Block] Summary of Activity related to RSU Stock-Based Payment Awards Marketable Securities, Current Marketable securities Revenue from license agreement Revenue from Contract with Customer, Excluding Assessed Tax Other Commitments [Table] Other Commitments [Table] Short-Term Debt, Type [Axis] Short-Term Debt, Type Deferred revenue recognized Deferred Revenue, Revenue Recognized Short-Term Debt, Type [Domain] Short-Term Debt, Type Other Accrued Liabilities, Current Other Increase (Decrease) in Accounts Payable Accounts payable Increase (Decrease) in Accounts Payable, Total Liabilities and Equity [Abstract] Liabilities and stockholdersâ€™ equity Document Period End Date Document Period End Date Net cash (used in) provided by financing activities Net Cash Provided by (Used in) Financing Activities Two thousand twenty equity incentive plan. Two Thousand Twenty Equity Incentive Plan [Member] 2020 Equity Incentive Plan Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Antidilutive securities excluded from computation of earnings per share Issuance of common stock upon exercise of stock options & vesting of RSUs Stock issued during period value stock options exercised and vesting of restricted stock units. Stock Issued During Period Value Stock Options Exercised and Vesting of Restricted Stock Units Stock issued during period shares new issues underwriters subscription. Stock Issued During Period Shares New Issues Underwriters Subscription Shares purchased by underwriters Accrued Liabilities, Current Accrued expenses and other current liabilities Accrued expenses and other current liabilities Lessee, Operating Lease, Liability, to be Paid, after Year Five Thereafter Deferred Revenue, Total Deferred Revenue Deferred revenue Trading Symbol Trading Symbol Equity, Attributable to Parent Ending balance Beginning balance Total stockholdersâ€™ equity Other Liabilities, Noncurrent Other liabilities Restricted Stock Units (RSUs) [Member] Unvested Restricted Stock Units Restricted Stock Units Number of shares sold Sale of Stock, Number of Shares Issued in Transaction Net proceeds from issuance Proceeds From Issuance of Common Stock and Pre Funded Warrants Net Proceeds From issuance of common stock and pre-funded warrants net. Increase (Decrease) in Deferred Revenue Deferred revenue Change in Accounting Principle, Accounting Standards Update, Adopted [true false] Change in accounting principle, ASU, adopted Area of lease premises. Area Of Lease Premises Area of lease premises Defined Contribution Plan, Employer Discretionary Contribution Amount Defined contribution plan, employer discretionary contribution amount Security Deposit Security deposit Grant for development of lab space. Grant For Development Of Lab Space Grant for development of lab space Finance Lease, Liability, to be Paid, Year Three 2027 Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Marketable securities, Gross unrealized loss Share-Based Payment Arrangement, Nonvested Award, Option, Cost Not yet Recognized, Amount Total unrecognized compensation expense related to unvested stock option awards Risks and liquidity. Risks And Liquidity [Abstract] Use of Estimates, Policy [Policy Text Block] Use of estimates Defined Contribution Plan, Maximum Annual Contributions Per Employee, Percent Defined contribution plan, maximum annual contributions per employee, percent Summary of significant accounting policies. Summary Of Significant Accounting Policies [Line Items] Summary of Significant Accounting Policies [Line Items] Exercise Price Range [Domain] Exercise Price Range Class of Stock [Line Items] Class Of Stock [Line Items] Share-Based Payment Arrangement, Option, Exercise Price Range, Upper Range Limit Range of Exercise Prices, Maximum Scenario [Axis] Scenario Marketable Securities, Policy [Policy Text Block] Marketable Securities Security Exchange Name Security Exchange Name Number of equity incentive plans. Number Of Equity Incentive Plans Number of equity incentive plans Summary of significant accounting policies. Summary Of Significant Accounting Policies [Table] Summary Of Significant Accounting Policies [Table] API Transfer Active Pharmaceutical Ingredient Transfer [Member] Active Pharmaceutical Ingredient Transfer [Member] Counterparty Name [Domain] Operating Expenses Total operating expenses Class of Stock [Axis] Class of Stock Fair Value Disclosures [Text Block] Fair Value of Financial Instruments 2027 Lessee, Operating Lease, Liability, to be Paid, Year Three Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Weighted Average Grant Date Fair Value Weighted-average grant date fair value of options granted Subsequent Event Subsequent Event [Member] Maximum [Member] Maximum Cash equivalents at carrying value gross unrealized loss. Cash Equivalents At Carrying Value Gross Unrealized Loss Cash equivalents, Gross unrealized loss Liabilities and Equity Total liabilities and stockholdersâ€™ equity Operating Lease, Right-of-Use Asset Operating Operating lease right-of-use asset Supplemental Cash Flow Information [Abstract] Supplemental disclosures of non-cash activities: Lease liability. Lease Liability Total lease liabilities Earnings Per Share, Diluted Net loss per share of common stock, diluted Earnings Per Share, Diluted, Total Entity Ex Transition Period Entity Ex Transition Period Liabilities Total liabilities Common Stock, Voting Rights Common stock, voting rights Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV Assets, Current Total current assets Net Cash Provided by (Used in) Investing Activities Net cash provided by (used in) investing activities Cash equivalents, Gross unrealized gain Cash Equivalent At Carrying Value Gross Unrealized Gain Cash equivalent at carrying value gross unrealized gain. Pro Forma [Member] Pro Forma Scenario Forecast Forecast [Member] Shares issued during period Stock Issued During Period, Shares, New Issues Issuance of common stock and prefunded warrants, net of issuance costs of $2.6 million (shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Award vesting period Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Outstanding Options Outstanding, Number Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Outstanding, Beginning Balance Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Outstanding, Ending Balance Entity Filer Category Entity Filer Category Payments to Acquire Marketable Securities Purchases of marketable securities Current Fiscal Year End Date Current Fiscal Year End Date Lessee, Operating Lease, Liability, Undiscounted Excess Amount Less imputed interest Increase decrease in operating lease liabilities. Increase Decrease In Operating Lease Liabilities Operating lease liabilities Additional grant for development of lab space Additional Grant For Development Of Lab Space Additional grant for the development of lab space. Share-Based Payment Arrangement, Noncash Expense Stock-based compensation Share-Based Payment Arrangement, Noncash Expense, Total Exercise price range three. Exercise Price Range Three [Member] $5.14 - $11.72 Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Intrinsic Value Aggregate intrinsic value of outstanding options Entity Registrant Name Entity Registrant Name Warrants exercised Class of Warrant or Right, Warrants Exercised Class of warrant or right, warrants exercised Finance Lease, Weighted Average Remaining Lease Term Weighted-average remaining lease term, Finance lease (years) Change in Accounting Principle, Accounting Standards Update, Early Adoption [true false] Change in acounting principle, ASU, early adoption Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Schedule Of Share Based Compensation Arrangements By Share Based Payment Award [Table] Entity Emerging Growth Company Entity Emerging Growth Company Accounting Standards Update 2016-13 [Member] ASU 2016-13 Money Market Funds [Member] Money Market Funds Weighted Average Number of Shares Outstanding, Basic Weighted average common shares outstanding, basic Weighted Average Number of Shares Outstanding, Basic, Total Vesting [Domain] Vesting Transaction price Transaction Price Transaction price Common stock additional capital shares reserved for future issuance Common Stock Additional Capital Shares Reserved For Future Issuance Common stock additional capital shares reserved for future issuance. Common Stock, Shares Authorized Common stock, shares authorized Share-Based Payment Arrangement, Shares Withheld for Tax Withholding Obligation Shares withheld for employee taxes Proceeds from Sale and Maturity of Marketable Securities Proceeds from maturities of marketable securities Fair Value, Inputs, Level 1 [Member] Quoted Prices in Active Markets for Identical Assets (Level 1) Gross proceeds from issuance of common stock and prefunded warrants Gross Proceeds from Issuance of Common Stock and Prefunded Warrants Gross proceeds from issuance of common stock and prefunded warrants. Upfront, non-refundable fee. Upfront, Non-Refundable Fee Upfront, non-refundable fee Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Grants in Period, Weighted Average Exercise Price Weighted average exercise price per share, Granted Exercise Price Range [Axis] Exercise Price Range Registration payment arrangement, expiration period. Registration Payment Arrangement, Expiration Period Shelf Registration statement expiration period Potential sales milestone. Potential Sales Milestone Potential sales milestone Financial Instrument [Axis] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term Weighted average remaining contractual term (years), Outstanding Earnings Per Share, Policy [Policy Text Block] Net Loss Per Share General and Administrative Expense [Member] General and Administrative Voting common stock. Voting Common Stock [Member] Voting Common Stock Revenue [Policy Text Block] Revenue Recognition Share-Based Payment Arrangement [Abstract] Disclosure Of Compensation Related Costs Sharebased Payments [Abstract] Stock-based compensation expense, net of forfeitures of restricted stock awards Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture, Total Two thousand twenty one shelf registration. Two Thousand Twenty One Shelf Registration [Member] 2021 Shelf Registration Lessee, operating lease liability and finance lease liability, to be paid, maturity. Lessee, Operating Lease Liability And Finance Lease Liability, to be Paid, Maturity [Table Text Block] Schedule of Future Minimum Annual Lease Payments Under Operating and Finance Lease Upfront payment. Upfront Payment Upfront payment Accounting Policies [Abstract] Share-Based Payment Arrangement, Option, Activity [Table Text Block] Summary of Stock Option Activity Finance Lease, Liability, to be Paid, Remainder of Fiscal Year 2024 (remaining) Equity, Attributable to Parent [Abstract] Stockholdersâ€™ equity: Cash and Cash Equivalents, Restricted Cash and Cash Equivalents, Policy [Policy Text Block] Cash, Cash Equivalents and Restricted Cash Statement [Table] Statement [Table] Property and equipment in accounts payable and accrued expenses and other current liabilities Property and Equipment in Accounts Payable and Accured Expenses and Other Currents Liabilites Property and equipment in accounts payable and accured expenses and other currents liabilites. Reimbursements for development of lab space previous expiration year. Reimbursements For Development Of Lab Space Previous Expiration Year Reimbursements for development of lab space previous expiration year Securities Act File Number Entity File Number Finance Lease, Right-of-Use Asset, Statement of Financial Position [Extensible Enumeration] 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 Jefferies LLC Jefferies LLC [Member] Jefferies LLC. Earnings Per Share [Abstract] Per share information: Cash Equivalents [Member] Cash Equivalents Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Table] Fair Value Assets Measured On Recurring Basis Unobservable Input Reconciliation [Table] Lease Contractual Term [Domain] Lease Contractual Term Statement of Financial Position [Abstract] Operating lease, until June 30, 2023. Operating Lease Until June302023 [Member] Operating Lease, until December 31,2023 Operating Income (Loss) Loss from operations Shares issued price per share Shares Issued, Price Per Share Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate Expected volatility Letter of Credit [Member] Letter of Credit Entity Shell Company Entity Shell Company Issuance of common stock upon exercise of stock options & vesting of RSUs, (shares) Stock issued during period shares stock options exercised and vesting of restricted stock units. Stock Issued During Period Shares Stock Options Exercised and Vesting of Restricted Stock Units Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Exercisable Options Exercisable, Number Exercisable Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Exercisable, Beginning Balance Share-Based Payment Arrangement, Option, Exercise Price Range, Shares Exercisable, Ending Balance Entity Tax Identification Number Entity Tax Identification Number Assets [Abstract] Assets Class of Warrant or Right [Domain] Grant received for increasing jobs. Grant Received for Increasing Jobs Grant received for increasing job Entity Current Reporting Status Entity Current Reporting Status Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Remaining Contractual Term Weighted average remaining contractual term (years), Exercisable Finance Lease, Liability, to be Paid, Year Four 2028 Registration Payment Arrangement, Arrangement [Domain] Subsequent Events [Abstract] Schedule of accrued expenses and other current liabilities. Schedule Of Accrued Expenses And Other Current Liabilities Table [Text Block] Schedule of Accrued Expenses and Other Current Liabilities Document Fiscal Year Focus Document Fiscal Year Focus Change in Accounting Principle, Accounting Standards Update, Adoption Date Change in accounting principle, ASU, adoption date Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Cash, cash equivalents, and restricted cash at end of period Cash, cash equivalents, and restricted cash at beginning of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations, Total City Area Code City Area Code Liabilities, Current Total current liabilities Local Phone Number Local Phone Number Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Rent expense Rent Expense Rent expense. Income Tax, Policy [Policy Text Block] Income taxes Commitments and Contingencies Disclosure [Abstract] Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Debt Securities, Available-for-Sale, Amortized Cost Marketable securities, Amortized cost Exercise price range two. Exercise Price Range Two [Member] $4.57 - $5.13 Current lease liability Operating Lease, Liability, Current Operating lease liability Right-of-Use Asset Obtained in Exchange for Finance Lease Liability Finance lease right-of-use asset obtained in exchange for lease oblgations Retained Earnings [Member] Accumulated Deficit Payments to Acquire Property, Plant, and Equipment Purchases of property and equipment Payments to Acquire Property, Plant, and Equipment, Total Document Transition Report Document Transition Report Share-Based Compensation Arrangement by Share-Based Payment Award, Purchase Price of Common Stock, Percent Eligible employees purchase common stock percentage of lower of fair market value 2026 Lessee, Operating Lease, Liability, to be Paid, Year Two Antidilutive Security, Excluded EPS Calculation [Table] Schedule Of Antidilutive Securities Excluded From Computation Of Earnings Per Share [Table] Proceeds from the issuance of common stock under ESPP Proceeds from Stock Plans Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price Weighted average exercise price per share, Exercised Minimum [Member] Minimum Offering costs Offering costs Incurred Offering costs Incurred Common Stock [Member] Common Stock Restricted Cash Restricted cash Restricted Cash, Total Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Weighted-average grant date fair value, Unvested balance at end of period Weighted-average grant date fair value, Unvested balance at beginning of period weighted-average grant date fair value Operating Lease, Right-of-Use Asset, Periodic Reduction Noncash lease expense Additional Paid-in Capital [Member] Additional Paid-in Capital Debt Securities, Available-for-Sale, Current Marketable securities, Fair value Fair value measurement, assets Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Adjustments to reconcile net loss to net cash used in operating activities: Statement of Income Location, Balance [Domain] Income Statement Location 2025 Lessee, Operating Lease, Liability, to be Paid, Year One Pre-Funded Warrants Pre-Funded Warrants [Member] Pre-funded warrants. Leased assets. Leased Assets Total leased assets Entity Common Stock, Shares Outstanding Entity Common Stock, Shares Outstanding Increase (Decrease) in Accrued Liabilities and Other Operating Liabilities Accrued expenses and other liabilities Amount remaining under the sales agreement Sales Agreement Remaining Authorized Amount Sales agreement remaining authorized amount. Basis of Accounting, Policy [Policy Text Block] Basis of presentation Scenario [Domain] Scenario Exercise price range four. Exercise Price Range Four [Member] $11.73 - $88.98 Finance Lease, Liability, Current Finance lease liability Current lease liability License agreement. License Agreement [Member] License Agreement Common Stock, Value, Issued Common stock Participants accrue rights to purchase maximum common stock amount. Participants Accrue Rights To Purchase Maximum Common Stock Amount Participants accrue rights to purchase maximum common stock amount Prepaid Rent Prepaid rent Cash and Cash Equivalents, Fair Value Disclosure Fair value measurement, assets Agency Securities Agency Security [Member] Agency Security. Disbursement incurred costs for lab space. Disbursement Incurred Costs For Lab Space Disbursement incurred costs for lab space Operating Lease, Liability Lease liability Lease liability Measurement Frequency [Axis] Commitments and Contingencies Commitments (Note 8) Marketable Securities [Line Items] Marketable Securities [Line Items] Accrued research and development liabilities, current. Accrued Research And Development Liabilities Current Research and development Marketable securities. Marketable Securities [Member] Marketable Securities Weighted Average Number of Shares Outstanding, Diluted Weighted average common shares outstanding, diluted Weighted Average Number of Shares Outstanding, Diluted, Total Significant Accounting Policies [Text Block] Summary of Significant Accounting Policies Lessee, Operating Lease, Renewal Term Lease renewal period Lessee, Operating Lease, Liability, to be Paid Total undiscounted lease payments Offering costs in accounts payable. Offering Costs In Accounts Payable Offering costs in accounts payable Operating lease until december 302023 [member]. Operating Lease Until December 302023 [Member] Operating Lease Until December 30 2023 Finance Lease, Liability Lease liability Lease liability Entity Small Business Entity Small Business Share-Based Compensation Arrangement by Share-Based Payment Award, Terms of Award Terms of award Chestnut run lease. Chestnut Run Lease [Member] Chestnut Run Lease Operating lease estimated incremental borrowing rate percent. Operating Lease Estimated Incremental Borrowing Rate Percent Operating lease estimated incremental borrowing rate percent Accretion (Amortization) of Discounts and Premiums, Investments Amortization of premium and discount on marketable securities, net Cash flows used in financing activities: Net Cash Provided by (Used in) Financing Activities [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Weighted average exercise price per share, Outstanding at end of period Weighted average exercise price per share, Outstanding at beginning of period Debt Securities, Available-for-Sale, Unrealized Loss Position, Number of Positions

Number of marketable securities Registration arrangement, remaining amount. Registration Arrangement, Remaining Amount Shelf registration statement remaining amount Emerging Growth Company Status. Emerging Growth Company Status [Policy Text Block] Emerging Growth Company Status Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Operating lease right-of-use assets obtained in exchange for operating lease liabilities Operating lease right-of-use asset obtained in exchange for lease oblgations Operating lease right-of-use asset obtained in exchange for lease oblgations Measurement Frequency [Domain] Commitments Disclosure [Text Block] Commitments Reimbursements for development of lab space period. Reimbursements For Development Of Lab Space Period Reimbursements for development of lab space period Fair Value, Inputs, Level 3 [Member] Significant unobservable inputs (Level 3) Operating Lease, Weighted Average Remaining Lease Term Weighted-average remaining lease term, Operating lease (years) Subsequent Events Subsequent Events [Text Block] Unrealized gain (loss) on marketable securities, net of tax OCI, Debt Securities, Available-for-Sale, Gain (Loss), after Adjustment and Tax, Total OCI, Debt Securities, Available-for-Sale, Gain (Loss), after Adjustment and Tax Accounts Payable, Current Accounts payable Accounts Payable, Current, Total Offering costs previously paid and deferred Deferred Offering Costs Short-term lease cost Short-Term Lease, Cost XML 8 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Document and Entity Information - shares 9 Months Ended Sep. 30, 2024 Nov. 04, 2024 Cover [Abstract] Â Â Document Type 10-Q Â Amendment Flag false Â Document Period End Date Sep. 30, 2024 Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q3 Â Trading Symbol PRLD Â Entity Registrant Name PRELUDE THERAPEUTICS INC Â Entity Central Index Key 0001678660 Â Entity Current Reporting Status Yes Â Current Fiscal Year End Date --12-31 Â Entity Filer Category Non-accelerated Filer Â Entity Small Business true Â Entity Emerging Growth Company true Â Entity Ex Transition Period false Â Entity Common Stock, Shares Outstanding Â 55,035,170 Entity Shell Company false Â Title of 12(b) Security Common Stock, par value $0.0001 per share Â Security Exchange Name NASDAQ Â Entity Interactive Data Current Yes Â Entity File Number 001-39527 Â Entity Incorporation, State or Country Code DE Â Entity Tax Identification Number 81-1384762 Â Entity Address, Address Line One 175 Innovation Boulevard Â Entity Address, City or Town Wilmington Â Entity Address, State or Province DE Â Entity Address, Postal Zip Code 19805 Â City Area Code 302 Â Local Phone Number 467-1280 Â Document Quarterly Report true Â Document Transition Report false Â X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCover page. + ReferencesNo definition available. + Details Name: dei_CoverAbstract Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Securities Act -Number 7A -Section B -Subsection 2 + Details Name: dei_EntityExTransitionPeriod Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 9 R2.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEETS - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 11,134 $ 25,291 Marketable securities 142,492 207,644 Prepaid expenses and other current assets 2,761 2,654 Total current assets 156,387 235,589 Restricted cash 4,044 4,044 Property and equipment, net 7,202 7,325 Operating lease right-of-use asset 29,182 30,412 Other assets 405 295 Total assets 197,220 277,665 Current liabilities: Â Â Accounts payable 5,921 4,580 Accrued expenses and other current liabilities 13,579 15,768 Operating lease liability 2,365 1,481 Finance lease liability 359 Â Total current liabilities 22,224 21,829 Other liabilities 3,153 3,339 Operating lease liability 15,412 15,407 Total liabilities 40,789 40,575 Commitments (Note 8) Stockholdersâ€™ equity: Â Â Additional paid-in capital 711,091 693,252 Accumulated other comprehensive income 167 223 Accumulated deficit (554,832) (456,390) Total stockholdersâ€™ equity 156,431 237,090 Total liabilities and stockholdersâ€™ equity 197,220 277,665 Voting Common Stock Â Â Stockholdersâ€™ equity: Â Â Common stock 4 4 Non-voting Common Stock Â Â Stockholdersâ€™ equity: Â Â Common stock $ 1 $ 1 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 - DefinitionValue received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapitalCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7:

http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting 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 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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 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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 - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from finance 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_FinanceLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher

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Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of investment in marketable security, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_MarketableSecuritiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities classified as other, due after one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - 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 cash restricted as to withdrawal or usage. 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. + ReferencesReference 1: 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)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -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 3: http://www.xbrl.org/2009/role/commonPracticeRef -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 4: http://www.xbrl.org/2009/role/commonPracticeRef -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-S99-1 + Details Name: us-gaap_RestrictedCash 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 X - Details Name: us-gaap_StatementClassOfStockAxis=prld_VotingCommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_NonvotingCommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 10 R3.htm IDEA: XBRL DOCUMENT v3.24.3 BALANCE SHEETS (PARENTHETICAL) - $ / shares Sep. 30, 2024 Dec. 31, 2023 Voting Common Stock Â Â Common stock, par value $ 0.0001 $ 0.0001 Common stock, shares authorized 487,149,741 487,149,741 Common stock, shares, issued 42,178,012 42,063,995 Common stock, shares, outstanding 42,178,012 42,063,995 Non-voting Common Stock Â Â Common stock, par value $ 0.0001 $ 0.0001 Common stock, shares authorized 12,850,259 12,850,259 Common stock, shares, issued 12,850,259 12,850,259 Common stock, shares, outstanding 12,850,259 12,850,259 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 - Details Name: us-gaap_StatementClassOfStockAxis=prld_VotingCommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_NonvotingCommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 11 R4.htm IDEA: XBRL DOCUMENT v3.24.3 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 Operating expenses: Â Â Â Â Revenue from license agreement $ 3,000 Â $ 3,000 Â Research and development 29,457 $ 26,261 86,375 $ 73,061 General and administrative 7,919 7,124 22,508 21,837 Total operating expenses 37,376 33,385 108,883 94,898 Loss from operations (34,376) (33,385) (105,883) (94,898) Other income, net 2,105 2,777 7,441 6,141 Net loss $ (32,271) $ (30,608) $ (98,442) $ (88,757) Per share information: Â Â Â Â Net loss per share of common stock, basic $ (0.43) $ (0.45) $ (1.3) $ (1.55) Net loss per share of common stock, diluted $ (0.43) $ (0.45) $ (1.3) $ (1.55) Weighted average common shares outstanding, basic 75,855,949 67,639,993 75,784,902 57,278,795 Weighted average common shares outstanding, diluted 75,855,949 67,639,993 75,784,902 57,278,795 Comprehensive loss Â Â Â Â Net Income (Loss) $ (32,271) $ (30,608) $ (98,442) $ (88,757) Unrealized gain (loss) on marketable securities, net of tax 457 106 (56) 1,087 Comprehensive loss $ (31,814) $ (30,502) $ (98,498) $ (87,670) 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 - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-

04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - 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 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 reclassification adjustment, of gain (loss) in value of unsold investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale), attributable to parent. + 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/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_OtherComprehensiveIncomeAvailableforsaleSecuritiesAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of income (expense) related to nonoperating activities, classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_OtherNonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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 12 R5.htm IDEA: XBRL DOCUMENT v3.24.3 STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED) - USD ($) $ in Thousands Total Common Stock Voting Common Stock Common Stock Non-voting Common Stock Additional Paid-in Capital Accumulated Other Comprehensive Loss Accumulated Deficit Beginning balance at Dec. 31, 2022 $ 195,437 $ 4 $ 1 $ 531,682 $ (1,692) $ (334,558) Beginning balance (shares) at Dec. 31, 2022 Â 36,496,994 11,402,037 Â Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs 28 Â Â 28 Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs, (shares) Â 17,224 Â Â Â Â Unrealized gain (loss) on marketable securities, net of tax 1,294 Â Â Â 1,294 Â Stock-based compensation expense, net of forfeitures of restricted stock awards 6,256 Â Â 6,256 Â Â Net loss (27,718) Â Â Â Â (27,718) Ending balance at Mar. 31, 2023 175,297 $ 4 $ 1 537,966 (398) (362,276) Ending balance (shares) at Mar. 31, 2023 Â 36,514,218 11,402,037 Â Â Â Beginning balance at Dec. 31, 2022 195,437 $ 4 $ 1 531,682 (1,692) (334,558) Beginning balance (shares) at Dec. 31, 2022 Â 36,496,994 11,402,037 Â Â Â Net loss (88,757) Â Â Â Â Â Ending balance at Sep. 30, 2023 238,257 $ 4 $ 1 662,172 (605) (423,315) Ending balance (shares) at Sep. 30, 2023 Â 41,965,472 12,850,259 Â Â Â Beginning balance at Mar. 31, 2023 175,297 $ 4 $ 1 537,966 (398) (362,276) Beginning balance (shares) at Mar. 31, 2023 Â 36,514,218 11,402,037 Â Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs 3 Â Â 3 Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs, (shares) Â 40,461 Â Â Â Â Issuance of common stock and prefunded warrants, net of issuance costs of $2.6 million (shares) Â 5,312,978 1,448,222 Â Â Â Issuance of common stock and prefunded warrants, net of issuance costs of $2.6 million 110,423 Â Â 110,423 Â Â Issuance of common stock under ESPP 348 Â Â 348 Â Â Issuance of common stock under ESPP, (shares) Â 90,799 Â Â Â Â Unrealized gain (loss) on marketable securities, net of tax (313) Â Â Â (313) Â Stock-based compensation expense, net of forfeitures of restricted stock awards 6,733 Â Â 6,733 Â Â Net loss (30,431) Â Â Â Â (30,431) Ending balance at Jun. 30, 2023 262,060 $ 4 $ 1 655,473 (711) (392,707) Ending balance (shares) at Jun. 30, 2023 Â 41,958,456 12,850,259 Â Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs (16) Â Â (16) Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs, (shares) Â 7,016 Â Â Â Â Unrealized gain (loss) on marketable securities, net of tax 106 Â Â Â 106 Â Stock-based compensation expense, net of forfeitures of restricted stock awards 6,715 Â Â 6,715 Â Â Net loss (30,608) Â Â Â Â (30,608) Ending balance at Sep. 30, 2023 238,257 $ 4 $ 1 662,172 (605) (423,315) Ending balance (shares) at Sep. 30, 2023 Â 41,965,472 12,850,259 Â Â Â Beginning balance at Dec. 31, 2023 237,090 $ 4 $ 1 693,252 223 (456,390) Beginning balance (shares) at Dec. 31, 2023 Â 42,063,995 12,850,259 Â Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs (14) Â Â (14) Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs, (shares) Â 7,510 Â Â Â Â Unrealized gain (loss) on marketable securities, net of tax (458) Â Â Â (458) Â Stock-based compensation expense, net of forfeitures of restricted stock awards 5,547 Â Â 5,547 Â Â Net loss (31,431) Â Â Â Â (31,431) Ending balance at Mar. 31, 2024 210,734 $ 4 $ 1 698,785 (235) (487,821) Ending balance (shares) at Mar. 31, 2024 Â 42,071,505 12,850,259 Â Â Â Beginning balance at Dec. 31, 2023 237,090 $ 4 $ 1 693,252 223 (456,390) Beginning balance (shares) at Dec. 31, 2023 Â 42,063,995 12,850,259 Â Â Â Net loss (98,442) Â Â Â Â Â Ending balance at Sep. 30, 2024 156,431 $ 4 $ 1 711,091 167 (554,832) Ending balance (shares) at Sep. 30, 2024 Â 42,178,012 12,850,259 Â Â Â Beginning balance at Mar. 31, 2024 210,734 $ 4 $ 1 698,785 (235) (487,821) Beginning balance (shares) at Mar. 31, 2024 Â 42,071,505 12,850,259 Â Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs (16) Â Â (16) Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs, (shares) Â 7,803 Â Â Â Â Issuance of common stock under ESPP 255 Â Â 255 Â Â Issuance of common stock under ESPP, (shares) Â 78,916 Â Â Â Â Unrealized gain (loss) on marketable securities, net of tax (55) Â Â Â (55) Â Stock-based compensation expense, net of forfeitures of restricted stock awards 6,098 Â Â 6,098 Â Â Net loss (34,740) Â Â Â Â (34,740) Ending balance at Jun. 30, 2024 182,276 $ 4 $ 1 705,122 (290) (522,561) Ending balance (shares) at Jun. 30, 2024 Â 42,158,224 12,850,259 Â Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs 43 Â Â 43 Â Â Issuance of common stock upon exercise of stock options & vesting of RSUs, (shares) Â 19,788 Â Â Â Â Unrealized gain (loss) on marketable securities, net of tax 457 Â Â Â 457 Â Stock-based compensation expense, net of forfeitures of restricted stock awards 5,926 Â Â 5,926 Â Â Net loss (32,271) Â Â Â Â (32,271) Ending balance at Sep. 30, 2024 $ 156,431 $ 4 $ 1 $ 711,091 $ 167 $ (554,832) Ending balance (shares) at Sep. 30, 2024 Â 42,178,012 12,850,259 Â Â Â X - DefinitionStock issued during period shares stock options exercised and vesting of restricted stock units. + ReferencesNo definition available. + Details Name: prld_StockIssuedDuringPeriodSharesStockOptionsExercisedAndVestingOfRestrictedStockUnits Namespace Prefix: prld_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionStock issued during period value stock options exercised and vesting of restricted stock units. + ReferencesNo definition available. + Details Name: prld_StockIssuedDuringPeriodValueStockOptionsExercisedAndVestingOfRestrictedStockUnits Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and 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 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11 + Details Name: us-gaap_OtherComprehensiveIncomeLossAvailableForSaleSecuritiesAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of capital stock issued (purchased by employees) in connection with an employee stock ownership plan. + 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-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 40 -Section 25 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480637/718-40-25-10 + Details Name: us-gaap_StockIssuedDuringPeriodSharesEmployeeStockOwnershipPlan Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na 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 - DefinitionAggregate change in value

for stock issued during the period as a result of employee stock purchase plan. + 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_StockIssuedDuringPeriodValueEmployeeStockPurchasePlan Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue, after forfeiture, of shares issued under share-based payment arrangement. Excludes employee stock ownership plan (ESOP). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_StockIssuedDuringPeriodValueShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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 13 R6.htm IDEA: XBRL DOCUMENT v3.24.3 STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED) (PARENTHETICAL) - USD ($) $ in Thousands 3 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Statement of Stockholders' Equity [Abstract] Â Â Â Â Shares withheld for employee taxes 3,722 3,722 4,285 3,609 X - DefinitionNumber of shares used to settle grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_SharesPaidForTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na 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 14 R7.htm IDEA: XBRL DOCUMENT v3.24.3 STATEMENTS OF CASH FLOWS (UNAUDITED) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows used in operating activities: Â Â Net loss $ (98,442) $ (88,757) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Depreciation and amortization 1,283 838 Noncash lease expense 1,203 1,328 Stock-based compensation 17,571 19,704 Amortization of premium and discount on marketable securities, net (3,688) (2,402) Changes in operating assets and liabilities: Â Â Prepaid expenses and other current assets (107) (2,053) Accounts payable 1,495 (1,805) Accrued expenses and other liabilities (2,375) (1,873) Long-term prepaid expenses and other long-term assets Â (7,108) Operating lease liabilities 916 (1,357) Net cash used in operating activities (82,144) (83,485) Cash flows provided by investing activities: Â Â Purchases of marketable securities (45,366) (162,248) Proceeds from maturities of marketable securities 114,150 122,250 Purchases of property and equipment (711) (2,384) Net cash provided by (used in) investing activities 68,073 (42,382) Cash flows used in financing activities: Â Â Payment of offering costs (110) Â Proceeds from issuance of common stock and pre-funded warrants, net of offering costs Â 110,795 Proceeds from the issuance of common stock under ESPP 255 348 Proceeds from the issuance of common stock in connection with the exercise of stock options 60 31 Payment of withholding taxes related to stock-based compensation to employees (47) (16) Principal payments on finance lease liabilities (244) Â Net cash (used in) provided by financing activities (86) 111,158 Net decrease in cash, cash equivalents and restricted cash (14,157) (14,709) Cash, cash equivalents, and restricted cash at beginning of period 29,335 34,649 Cash, cash equivalents, and restricted cash at end of period 15,178 19,940 Supplemental disclosures of non-cash activities: Â Â Property and equipment in accounts payable and accrued expenses and other current liabilities 9 254 Offering costs in accrued expenses and other current liabilities Â 28 Offering costs in accounts payable Â 34 Unrealized (loss) gain on marketable securities $ (56) $ 1,087 X - DefinitionIncrease decrease in long-term prepaid expense and other long-term assets. + ReferencesNo definition available. + Details Name: prld_IncreaseDecreaseInLongTermPrepaidExpenseAndOtherLongTermAssets Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionIncrease decrease in operating lease liabilities. + ReferencesNo definition available. + Details Name: prld_IncreaseDecreaseInOperatingLeaseLiabilities Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionOffering costs in accounts payable. + ReferencesNo definition available. + Details Name: prld_OfferingCostsInAccountsPayable Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionOffering costs in accrued expenses and other current liabilities. + ReferencesNo definition available. + Details Name: prld_OfferingCostsInAccruedExpensesAndOtherCurrentLiabilities Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionProceeds from issuance of common stock and pre-funded warrants, net of issuance costs + ReferencesNo definition available. + Details Name: prld_ProceedsFromIssuanceOfCommonStockAndPreFundedWarrantsNetOfIssuanceCosts Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionProperty and equipment in accounts payable and accured expenses and other currents liabilites. + ReferencesNo definition available. + Details Name: prld_PropertyAndEquipmentInAccountsPayableAndAccuredExpensesAndOtherCurrentsLiabilites Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionUnrealized gain (loss) on marketable securities. + ReferencesNo definition available. + Details Name: prld_UnrealizedGainLossOnMarketableSecurities Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe sum of the periodic adjustments of the differences between securities' face values and purchase prices that are charged against earnings. This is called accretion if the security was purchased at a discount and amortization if it was purchased at premium. As a noncash item, this element is an adjustment to net income when calculating cash provided by or used in operations using the indirect method. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_AccretionAmortizationOfDiscountsAndPremiumsInvestments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe 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 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 - 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 prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of periodic reduction over lease term of carrying amount of right-of-use asset from operating lease. + 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_OperatingLeaseRightOfUseAssetAmortizationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration 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 - DefinitionAmount of cash outflow to satisfy grantee's tax withholding obligation for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsRelatedToTaxWithholdingForShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 associated with the aggregate amount received by the entity through sale or maturity of marketable securities (held-to-maturity or available-for-sale) during the period. + ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromSaleAndMaturityOfMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow from exercise of option under share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Subparagraph (a) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2A + Details Name: us-gaap_ProceedsFromStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the amount received from the stock plan during the period. + 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_ProceedsFromStockPlans Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe consolidated profit or loss for the period, net of income taxes, including the portion attributable to the noncontrolling interest. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 31: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4J -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4JReference 32: http://www.xbrl.org/2003/role/exampleRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 4K -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4KReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 34: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-2Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1AReference 37: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_ProfitLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SupplementalCashFlowInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 15 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Pay vs Performance Disclosure - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Pay vs Performance Disclosure Â Â Â Â Â Â Â Â Â Net Income (Loss) $ (32,271) $ (34,740) $ (31,431) $ (30,608) $ (30,431) $ (27,718) $ (98,442) $ (88,757) 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 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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 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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 16 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 3 Months Ended Sep. 30, 2024 Trading Arrangements, by Individual Â Rule 10b5-1 Arrangement Adopted false Non-Rule 10b5-1 Arrangement Adopted false Rule 10b5-1 Arrangement Terminated false Non-Rule 10b5-1 Arrangement Terminated false 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 XML 17 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Background 9 Months Ended Sep. 30, 2024 Background [Abstract] Â Background 1. BackgroundPrelude Therapeutics Incorporated (the â€œCompanyâ€) is a clinical-stage fully integrated oncology company built on a foundation of drug discovery excellence to deliver novel precision cancer medicines to underserved patients. Since beginning operations in 2016, the Company has devoted substantially all its efforts to research and development, conducting preclinical and clinical studies, recruiting management and technical staff, administration, and raising capital. X - DefinitionBackground. + ReferencesNo definition available. + Details Name: prld_BackgroundAbstract Namespace Prefix: prld_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the business description and basis of presentation concepts. Business description describes the nature and type of organization including but not limited to organizational structure as may be applicable to holding companies, parent and subsidiary relationships, business divisions, business units, business segments, affiliates and information about significant ownership of the reporting entity. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 275 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/275/tableOfContentReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_BusinessDescriptionAndBasisOfPresentationTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 18 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Risks and Liquidity 9 Months Ended Sep. 30, 2024 Risks And Liquidity [Abstract] Â Risks and Liquidity 2. Risks and liquidityThe Company faces a number of risks common to early-stage companies in the biotechnology industry. Principal among these risks are the uncertainties in the development process, development of the same or similar technological innovations by competitors, protection of proprietary technology, dependence on key personnel, compliance with government regulations and approval requirements, and the need to obtain additional financing to fund operations. Product candidates currently under development will require significant additional research and development efforts, including extensive preclinical and clinical testing and regulatory approval, prior to commercialization. These efforts require significant amounts of additional capital, adequate personnel infrastructure, and extensive compliance-reporting capabilities. There can be no assurance that the Companyâ€™s research and development will be successfully completed, adequate protection for the Companyâ€™s technology will be obtained, any products developed will obtain necessary government regulatory approval, or any approved products will be commercially viable. The Company operates in an environment of rapid change in technology and substantial competition from pharmaceutical and biotechnology companies. Since its inception, the Company has incurred operating losses and had an accumulated deficit of $554.8 million at September 30, 2024. The Company has no product revenue to-date and devotes its efforts to research and development. The Company anticipates incurring additional losses until such time, if ever, that it can generate significant sales of its product candidates currently in development. The Company believes its cash, cash equivalents, and marketable securities as of September 30, 2024 will be sufficient to fund its operating expenses and capital expenditure requirements for at least the next twelve months from the filing date of this Quarterly Report on Form 10-Q.To fund its operating expenses and capital expenditure requirements after that date, the Company plans to seek additional funding through public or private equity offerings, debt financings, collaborations, strategic alliances and licensing arrangements. The Company may not be able to obtain financing on acceptable terms, or at all, and the Company may not be able to enter into strategic alliances or other arrangements on favorable terms, or at all. The terms of any financing may adversely affect the holdings or the rights of the Companyâ€™s stockholders. If the Company is unable to obtain funding, it could be required to delay, reduce or eliminate research and development programs, product portfolio expansion or future commercialization efforts, which could adversely affect its business prospects. X - DefinitionRisks and liquidity. + ReferencesNo definition available. + Details Name: prld_RisksAndLiquidityAbstract Namespace Prefix: prld_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionRisks and liquidity. + ReferencesNo definition available. + Details Name: prld_RisksAndLiquidityTextBlock Namespace Prefix: prld_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 19 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Summary of Significant Accounting Policies 3. Summary of significant accounting policiesThe complete summary of significant accounting policies included in the Companyâ€™s financial statements for the year ended December 31, 2023 can be found in â€œNote 3. Summary of significant accounting policiesâ€ of the Companyâ€™s Annual Report on Form 10-K filed with the Securities and Exchange Commission (the â€œSECâ€) on February 15, 2024. Basis of presentationThe accompanying unaudited interim financial statements have been prepared in accordance with generally accepted accounting principles (â€œGAAPâ€) for interim financial information, the instructions to Form 10-Q and Article 10 of Regulation S-X. They do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results that may be expected for the year ending December 31, 2024. The accompanying unaudited interim financial statements should be read in conjunction with the annual audited financial statements and related notes as of and for the year ended December 31, 2023 found in the Company's Annual Report on Form 10-K filed with the SEC on February 15, 2024. Any reference in these notes to applicable guidance is meant to refer to GAAP as found in the Accounting Standards Codification (â€œASCâ€) and Accounting Standards Updates (â€œASUâ€) of the Financial Accounting Standards Board (â€œFASBâ€).Use of estimatesThe preparation of the unaudited interim financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and contingent liabilities at the date of the unaudited interim financial statements and the reported amounts of expenses during the reporting period. Actual results could differ from those estimates.Estimates and assumptions are periodically reviewed, and the effects of the revisions are reflected in the accompanying unaudited interim financial statements in the period they are determined to be necessary. The most significant estimate relates to accrued clinical trial expenses.Income taxesBased upon the historical and anticipated future losses, management has determined that the deferred tax assets generated by net operating losses and research and development credits do not meet the more likely than not threshold for realizability. Accordingly, a full valuation allowance has been recorded against the Companyâ€™s net deferred tax assets as of September 30, 2024 and December 31, 2023.Cash, Cash Equivalents and Restricted cashThe Companyâ€™s cash equivalents include short-term highly liquid investments with an original maturity of 90 days or less when purchased and are carried at fair value in the accompanying balance sheets.Restricted cash consists of a letter of credit for the benefit of the landlord in connection with the Companyâ€™s Chestnut Run Lease. See Note 8 for further details.The following table provides a reconciliation of cash and cash equivalents and restricted cash reported within the balance sheet that total to the amounts shown in the statement of cash flows: (in thousands) Â September 30,2024 Â Â December 31,2023 Â Cash and cash equivalents Â $ 11,134 Â Â $ 25,291 Â Restricted cash Â Â 4,044 Â Â Â 4,044 Â Total cash, cash equivalents, and restricted cash shown in statement of cash flows Â $ 15,178 Â Â $ 29,335 Â Â Marketable SecuritiesThe Companyâ€™s marketable securities consist of investments in corporate debt securities, United States (â€œU.S.â€) government debt securities, and agency securities that are classified as available-for-sale. The securities are carried at fair value with the unrealized gains and losses, net of tax, included in accumulated other comprehensive loss, a component of stockholdersâ€™ equity. Realized gains and losses as well as credit losses, if any, on marketable securities are included in the Companyâ€™s statements of operations. The Company classifies marketable securities that are available for use in current operations as current assets on the balance sheets.Revenue RecognitionThe Company recognizes revenue under Accounting Standard Codification 606 â€“ Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue when its customer obtains control of promised goods or services, in an amount that reflects the consideration which the Company expects to receive in exchange for those goods or services. The Company's revenue recognition analysis consists of the following steps: (i) identify the contract(s) with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations; and (v) recognition of revenue as we satisfy each performance obligation.The Company evaluates all promised goods and services within a customer contract and determines which goods and services are separate performance obligations. This evaluation includes an assessment of whether the good or service is capable of being distinct and whether the good or service is separable from other promises in the contract. The transaction price is determined based on the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The Company recognizes as revenue the amount of the transaction price that is allocated to the respective performance obligations when (or as) the performance obligations are satisfied. The Company recognizes a liability when the Company has received payment but has not yet satisfied the related performance obligations.Net Loss Per ShareBasic net loss per share of common stock is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during each period, including pre-funded warrants to purchase shares of common stock. The weighted-average number of shares of common stock outstanding used in the basic net loss per share calculation does not include unvested restricted stock awards as these instruments are considered contingently issuable shares until they vest. Diluted net loss per share of common stock includes the effect, if any, from the potential exercise of securities, such as stock options, and the effect from unvested restricted stock awards and restricted stock units which would result in the issuance of incremental shares of common stock. For diluted net loss per share, the weighted-average number of shares of common stock is the same for basic net loss per share due to the fact that when a net loss exists, dilutive securities are not included in the calculation as the impact is anti-dilutive. The Companyâ€™s unvested restricted stock awards entitle the holder to participate in dividends and earnings of the Company, and, if the Company were to recognize net income, it would have to use the two-class method to calculate earnings per share. The two-class method is not applicable

during periods with a net loss, as the holders of the unvested restricted stock awards have no obligation to fund losses.The following potentially dilutive securities have been excluded from the computation of diluted weighted-average shares of common stock outstanding, as they would be anti-dilutive:Â Â Â September 30, Â Â Â 2024 Â Â 2023 Â Unvested restricted stock awards Â Â â€” Â Â Â 54,026 Â Unvested restricted stock units Â Â 71,875 Â Â Â 114,375 Â Stock options Â Â 15,036,871 Â Â Â 12,134,205 Â Employee stock purchase plan Â Â 99,150 Â Â Â 74,248 Â Â Â 15,207,896 Â Â Â 12,376,854 Â Amounts in the above table reflect the common stock equivalents.Recently Issued Accounting PronouncementsEmerging Growth Company StatusThe Company is an emerging growth company, as defined in the Jumpstart Our Business Startups Act of 2012 (the â€œJOBS Actâ€). Under the JOBS Act, emerging growth companies can delay adopting new or revised accounting standards issued subsequent to the enactment of the JOBS Act, until such time as those standards apply to private companies. The Company has elected to use this extended transition period for complying with new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it (i) is no longer an emerging growth company or (ii) affirmatively and irrevocably opts out of the extended transition period provided in the JOBS Act. As a result, these unaudited interim financial statements may not be comparable to companies that comply with the new or revised accounting pronouncements as of public company effective dates.Accounting guidance not yet adoptedIn November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU"), 2023-07, Segment Reporting (Topic 280) â€” Improvements to Reportable Segment Disclosures. This ASU expands segment disclosures by requiring disclosure of significant segment expenses that are regularly provided to the chief operating decision maker and included within each reported measure of segment profit or loss, an amount for other segment items and a description of its composition, and interim disclosures of a reportable segmentâ€™s profit or loss and assets. The disclosures required under ASU 2023-07 are also required for public entities with a single reportable segment. The amendments in this ASU are effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the financial statements and related disclosures.In December 2023, the FASB issued ASU 2023-09, Income Taxes - Improvements to Income Tax Disclosures. ASU 2023-09 requires enhanced income tax disclosures related to the rate reconciliation and income taxes paid information. For public business entities, the amendments in this ASU are effective for annual periods beginning after December 15, 2024 with early adoption permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the 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 20 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Marketable Securities 9 Months Ended Sep. 30, 2024 Investments, Debt and Equity Securities [Abstract] Â Marketable Securities 4. Marketable Securities The following provides detail of the Company's marketable securities. (in thousands) Â Amortized Cost Â Â Gross unrealized gain Â Â Gross unrealized loss Â Â Fair Value Â September 30, 2024 Â Â Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ 8,570 Â Â $ 6 Â Â $ â€” Â Â $ 8,576 Â Corporate debt securities Â Â 68,170 Â Â Â 128 Â Â Â (7) Â Â 68,291 Â U.S. government securities Â Â 65,585 Â Â Â 41 Â Â Â (1) Â Â 65,625 Â Total marketable securities Â $ 142,325 Â Â $ 175 Â Â $ (8) Â $ 142,492 Â Â Â Â Â Â Â Â Â Â Â Â December 31, 2023 Â Â Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ 10,431 Â Â $ 19 Â Â $ â€” Â Â $ 10,450 Â Corporate debt securities Â Â 67,806 Â Â Â 193 Â Â Â (20) Â Â 67,979 Â U.S. government securities Â Â 129,184 Â Â Â 72 Â Â Â (41) Â Â 129,215 Â Total marketable securities Â $ 207,421 Â Â $ 284 Â Â $ (61) Â $ 207,644 Â Â The Companyâ€™s marketable securities generally have contractual maturity dates of 16 months or less. As of September 30, 2024, the Company had 9 securities with a total fair market value of $23.0 million in an unrealized loss position. The Company believes any unrealized losses associated with the decline in value of its securities is temporary and is primarily related to market factors. Furthermore, the Company believes it is more likely than not that it will be able to hold its marketable securities to maturity. Therefore, the Company anticipates a full recovery of the amortized cost basis of its marketable securities at maturity and an allowance for credit losses was not recognized. X - ReferencesNo definition available. + Details Name: us-gaap_InvestmentsDebtAndEquitySecuritiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for investments in certain debt and equity securities. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 940 -SubTopic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/940-320/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Regulation S-K (SK) -Number 229 -Section 1403 -Paragraph b -Publisher SECReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/320/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6BReference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 320 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/942-320/tableOfContent + Details Name: us-gaap_InvestmentsInDebtAndMarketableEquitySecuritiesAndCertainTradingAssetsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value of Financial Instruments 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value of Financial Instruments 5. Fair Value of Financial InstrumentsFair value is the price that could be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. Fair value determination in accordance with applicable accounting guidance requires that a number of significant judgments be made. Additionally, fair value is used on a nonrecurring basis to evaluate assets for impairment or as required for disclosure purposes by applicable accounting guidance on disclosures about fair value of financial instruments. Depending on the nature of the assets and liabilities, various valuation techniques and assumptions are used when estimating fair value. The Company follows the provisions of ASC 820, Fair Value Measurement, for financial assets and liabilities measured on a recurring basis. The guidance requires fair value measurements be classified and disclosed in one of the following three categories:â€¢Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities.â€¢Level 2: Quoted prices in markets that are not active, or inputs which are observable, either directly or indirectly, for substantially the full term of the asset or liabilities.â€¢Level 3: Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (i.e., supported by little or no market activity).The following fair value hierarchy table presents information about the Companyâ€™s assets and liabilities measured at fair value on a recurring basis: Â Â Fair value measurement at reporting date using Â (in thousands) Â Quoted pricesin activemarkets foridenticalassets(Level 1) Â Â Significantotherobservableinputs(Level 2) Â Â Significantunobservableinputs(Level 3) Â September 30, 2024 Â Â Â Â Â Â Â Â Â Assets Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Money Market Funds Â $ 6,149 Â Â $ â€” Â Â $ â€” Â Â Â Â Â U.S. government securities Â Â â€” Â Â Â 3,499 Â Â Â â€” Â Total cash equivalents Â Â 6,149 Â Â Â 3,499 Â Â Â â€” Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ â€” Â Â $ 8,576 Â Â $ â€” Â Â Â Â Â Corporate debt securities Â Â â€” Â Â Â 68,291 Â Â Â â€” Â Â Â Â Â U.S. government securities Â Â â€” Â Â Â 65,625 Â Â Â â€” Â Total marketable securities Â Â â€” Â Â Â 142,492 Â Â Â â€” Â Total financial assets Â $ 6,149 Â Â $ 145,991 Â Â $ â€” Â Â Â Â Â Â Â Â Â December 31, 2023 Â Â Â Â Â Â Â Â Â Assets Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Money Market Funds Â $ 24,369 Â Â $ â€” Â Â $ â€” Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ â€” Â Â $ 10,450 Â Â $ â€” Â Â Â Â Â Corporate debt securities Â Â â€” Â Â Â 67,979 Â Â Â â€” Â Â Â Â Â U.S. government securities Â Â â€” Â Â Â 129,215 Â Â Â â€” Â Total marketable securities Â Â â€” Â Â Â 207,644 Â Â Â â€” Â Total financial assets Â $ 24,369 Â Â $ 207,644 Â Â $ â€” Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses and Other Current Liabilities 9 Months Ended Sep. 30, 2024 Payables and Accruals [Abstract] Â Accrued Expenses and Other Current Liabilities 6. Accrued Expenses and Other Current LiabilitiesAccrued expenses and other current liabilities consisted of the following: (in thousands) Â September 30,2024 Â Â December 31,2023 Â Compensation and related benefits Â $ 7,594 Â Â $ 9,157 Â Research and development Â Â 5,184 Â Â Â 5,666 Â Other Â Â 801 Â Â Â 945 Â Â $ 13,579 Â Â $ 15,768 Â X - DefinitionAccrued expenses and other current liabilities. + ReferencesNo definition available. + Details Name: prld_AccruedExpensesAndOtherCurrentLiabilitiesTextBlock Namespace Prefix: prld_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_PayablesAndAccrualsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 23 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Common Stock 9 Months Ended Sep. 30, 2024 Equity [Abstract] Â Common Stock 7. Common StockThe Company has two classes of common stock: â€œvoting common stockâ€ and â€œnon-voting common stock.â€ The holders of the voting common stock are entitled to one vote for each share of voting common stock held at all meetings of stockholders. Except as otherwise required by law, the holders of non-voting common stock shall not be entitled to vote at any meetings of stockholders (or written actions in lieu of meetings) and the shares of non-voting common stock shall not be included in determining the number of shares voting or entitled to vote on any matter. Unless required by law, there shall be no cumulative voting. Any holder of non-voting common stock may elect to convert each share of non-voting common stock into one fully paid and non-assessable share of voting common stock at any time by providing written notice to the Company; provided that as a result of such conversion, such holder, together with its affiliates and any members of a Schedule 13(d) group with such holder, would not beneficially own in excess of 9.99% of the Companyâ€™s common stock immediately prior to and following such conversion, unless otherwise as expressly provided for in the Companyâ€™s restated certificate of incorporation. However, this ownership limitation may be increased (not to exceed 19.99%) or decreased to any other percentage designated by such holder of non-voting common stock upon 61 daysâ€™ notice to the Company.Shelf Registration StatementsIn November 2021, the Company filed a shelf registration statement (the "2021 Shelf Registration Statement") which permits the offering of up to $400.0 million aggregate dollar amount of shares of our common stock or preferred stock, debt securities, warrants to purchase our common stock, preferred stock or debt securities, subscription rights to purchase our common stock, preferred stock or debt securities and/or units consisting of some or all of these securities, in one or more offerings and in any combination. The 2021 Shelf Registration Statement expires on November 24, 2024, and as of September 30, 2024, there was $187.0 million remaining under the 2021 Shelf Registration Statement. In May 2024, the Company filed a shelf registration statement (the "2024 Shelf Registration Statement") with the SEC for the issuance of common stock, preferred stock, debt securities, warrants, subscription rights and units up to an aggregate amount of $400 million. The 2024 Shelf Registration statement was declared effective on June 10, 2024. The 2024 Shelf Registration statement expires in May 2027, and as of September 30, 2024, there was $400.0 million remaining under the 2024 Shelf Registration statement. Open Market Sales AgreementIn March 2023, in connection with filing a prospectus supplement to its 2021 Shelf Registration Statement, the Company entered into an Open Market Sales Agreement (the "Sales Agreement") with Jefferies LLC, as the sales agent, pursuant to which the Company may offer and sell shares of its common stock having an aggregate offering amount of up to $75.0 million. The $75.0 million of common stock that may be issued and sold pursuant to the Sales Agreement is included in the $400.0 million of securities that may be issued and sold pursuant to the 2021 Shelf Registration Statement. The Company will pay Jefferies LLC a commission rate of up to 3.0% of the aggregate gross proceeds from the sale of any shares of common stock pursuant to the Sales Agreement. At September 30, 2024, there was $75.0 million remaining under the Sales Agreement.2023 FinancingsDuring the second quarter of 2023, the Company sold 6,761,200 shares of its common stock which comprised of (i) 5,312,978 shares of its voting common stock and (ii) 1,448,222 shares of its non-voting common stock at a price of $5.75 per share and to certain investors in lieu of common stock, the Company sold pre-funded warrants to purchase 12,895,256 shares of voting common stock at a price of $5.7499 per pre-funded warrant, resulting in gross proceeds to the Company of $113.0 million. Of the voting common stock issued, 2,264,456 shares were purchased by the Companyâ€™s underwriters in connection with a 30-day option at a price of $5.75 per share. Offering costs of $2.6 million, of which $0.3 million were previously paid and deferred, were recorded to additional paid-in capital in the accompanying balance sheets, resulting in net proceeds of $110.4 million. During the fourth quarter of 2023, the Company sold in a private

placement pre-funded warrants to purchase 7,936,759 shares of voting common stock at a price of $3.1499 per pre-funded warrant, resulting in net proceeds of $24.8 million after deducting offering costs of $0.2 million. The purchase price per share of each pre-funded warrant represents the per share offering price for the common stock, minus the $0.0001 per share exercise price of such pre-funded warrant. As of September 30, 2024, no pre-funded warrants had been exercised. The pre-funded warrants were classified as a component of permanent stockholdersâ€™ equity within additional paid-in capital and were recorded at the issuance date using a relative fair value allocation method. The pre-funded warrants are equity classified because they (i) are freestanding financial instruments that are legally detachable and separately exercisable from the equity instruments, (ii) are immediately exercisable, (iii) do not embody an obligation for the Company to repurchase its shares, (iv) permit the holders to receive a fixed number of shares of common stock upon exercise, (v) are indexed to the Companyâ€™s common stock and (vi) meet the equity classification criteria. In addition, such pre-funded warrants do not provide any guarantee of value or return.The Company did not conduct any financings during the nine months ended 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/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18 + Details Name: us-gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R17.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments 9 Months Ended Sep. 30, 2024 Commitments and Contingencies Disclosure [Abstract] Â Commitments 8. CommitmentsLeasesThe Company leases office and laboratory space in Wilmington, Delaware under a noncancelable lease (the â€œChestnut Run Leaseâ€). The premises include approximately 81,000 rentable square feet and has an initial term of 162 months with 3 five-year extension options and certain expansion rights. Neither the option to extend nor the expansion rights were recognized as part of the Company's measurement of the right-of-use ("ROU") asset and operating lease liability as of September 30, 2024. Under the terms of the Chestnut Run Lease, the landlord provided an allowance towards the cost of completing tenant improvements for the premises. The Company concluded that the improvements resulting from both the landlord's build-out and the tenant improvements are the landlord's assets for accounting purposes. Costs incurred by the Company related to tenant improvements in excess of the landlord's allowance were treated as prepaid rent and increased the right-of-use asset on the commencement date. In April 2024, the Company entered into a 12 month finance lease for equipment.Our operating lease costs for the three and nine months ended September 30, 2024 were $1.2 million and $3.3 million, respectively. Our operating lease costs for the three and nine months ended September 30, 2023 were $0.5 million and $1.6 million, respectively. Supplemental balance sheet and other information related to our operating and finance leases as of September 30, 2024 and December 31, 2023 were as follows: (in thousands) Â Â Â Â Â Â Â Â Â Â Leases Â Classification Â September 30,2024 Â Â December 31,2023 Â Assets Â Â Â Â Â Â Â Â Operating Â Operating lease right-of-use assets Â $ 29,182 Â Â $ 30,412 Â Finance Â Property and equipment, net Â Â 553 Â Â Â â€” Â Total leased assets Â Â Â $ 29,735 Â Â $ 30,412 Â Liabilities Â Â Â Â Â Â Â Â Current: Â Â Â Â Â Â Â Â Operating Â Current liabilities, operating lease liability Â $ 2,365 Â Â $ 1,481 Â Finance Â Current liabilities, finance lease liability Â Â 359 Â Â Â â€” Â Non-Current: Â Â Â Â Â Â Â Â Operating Â Operating lease liability Â Â 15,412 Â Â Â 15,407 Â Total lease liabilities Â Â Â $ 18,136 Â Â $ 16,888 Â Â Â Â Â Â Â Â Â Â Weighted-average discount rate Â Â Â Â Â Â Â Â Operating lease Â Â Â Â 15.0 % Â Â 15.0 % Finance lease Â Â Â Â 10.5 % Â Â Â Weighted-average remaining lease term (years) Â Â Â Â Â Â Â Â Operating lease Â Â Â Â 12.7 Â Â Â 13.5 Â Finance lease Â Â Â Â 0.6 Â Â Â Â Supplemental cash flow information related to our leases for the nine months ended September 30, 2024 and 2023 were as follows: Â Â Nine months ended September 30, Â (in thousands) Â 2024 Â Â 2023 Â Cash paid for amounts included in the measurement of lease liabilities: Â Â Â Â Â Â Â Operating cash flows from operating lease Â $ 1,051 Â Â $ 1,446 Â Operating cash flows from finance lease Â 22 Â Â Â â€” Â Financing cash flows from finance lease Â 244 Â Â Â Â â€” Â Non-cash transaction Â Â Â Â Â Â Right-of-use asset obtained in exchange for lease obligations: Â Â Â Â Â Â Â Finance lease Â 603 Â Â Â Â â€” Â Â Future minimum annual lease payments for operating and finance lease at September 30, 2024 are as follows: (in thousands) Operating lease Â Â Finance lease Â 2024 (remaining) $ 561 Â Â $ 159 Â 2025 Â 2,746 Â Â Â 213 Â 2026 Â 2,979 Â Â Â - Â 2027 Â 3,054 Â Â Â - Â 2028 Â 3,130 Â Â Â - Â 2029 Â 3,209 Â Â Â - Â Thereafter Â 26,427 Â Â Â - Â Total undiscounted lease payments Â 42,106 Â Â Â 372 Â Less imputed interest Â (24,329) Â Â (13) Lease liability $ 17,777 Â Â $ 359 Â The Company paid a security deposit for the Chestnut Run Lease in the form of a letter of credit of $4.0 million, which is included in the accompanying balance sheet as restricted cash as of September 30, 2024. The security deposit may be reduced to $0.5 million over time in accordance with the terms of the Chestnut Run Lease.In connection with the Companyâ€™s expansion of operations in the State of Delaware, the Company was approved for a grant from the State of Delaware in 2021 that will provide up to $2.4 million in reimbursements over three years for the development of lab space and up to $3.1 million to increase jobs in Delaware to meet specific targeted levels through 2023, which was extended to 2026 during the second quarter of 2024. During the third quarter of 2022, the Company was approved for an additional grant from the State of Delaware for the development of lab space in the amount of $1.0 million. In 2022, the Company received cash grants of $3.4 million from the State of Delaware for the development of lab space. The Company has met the minimum requirements stated in the grant agreement in order to not be required to pay back any portion of the $3.4 million disbursed. The Company deferred the recognition of these grant funds as they relate to capitalized costs and has classified them as long-term liabilities in the accompanying balance sheet. The Company recognizes the grant funds in other income as grant income over the length of the lease term. Additionally, if the Company leaves the State of Delaware within five years of the disbursement, the Company is required to return an amount equal to the amount of grant funds disbursed on a pro-rated basis. As of September 30, 2024, the Company has received $0.5 million for increasing jobs since the date the grant was approved, which has been recorded in other income.Employment AgreementsThe Company entered into employment agreements with key personnel providing for compensation and severance in certain circumstances, as defined in the respective employment agreements.401(k) Defined Contribution PlanThe Company sponsors a 401(k) definedâ€'contribution plan covering all employees. Participants are permitted to contribute up to 100% of their eligible annual pretax compensation up to an established federal limit on aggregate participant contributions. The Company provides a match of a maximum amount of 3% of the participantâ€™s compensation. For the three months ended September 30, 2024 and 2023, the Company made matching contributions of $0.2 million and $0.1 million, respectively. For nine months ended September 30, 2024 and 2023, the Company made matching contributions of $0.6 million and $0.5 million, respectively.Research Collaboration AgreementIn 2023, the Company entered into a multi-year, multi-program agreement with AbCellera Biologics Incorporated ("AbCellera") to jointly discover, develop, and commercialize novel oncology medicines for up to five programs. Under the terms of the agreement, AbCellera will lead manufacturing activities and the Company will lead clinical development and global commercialization, subject to AbCelleraâ€™s option to co-promote any resulting commercial products in the United States. If, at any point one party in the collaboration opts-out of future co-development cost sharing, that party will be entitled to a royalty from commercialization of the collaboration target, dependent on the proportion of their co-development contributions compared to the total development costs of a target as defined within the agreement. The Company concluded that the agreement with AbCellera will be accounted for under the scope of ASC 808, Collaborative Arrangements, as both parties will actively participate in joint operating activities and are exposed to significant risks and rewards. Under ASC 808, certain transactions between collaborative arrangement participants should follow the accounting for revenue under ASC 606, Revenue from Contracts with Customers, when the collaborative arrangement participant is a customer for a distinct good or service. The Company determined that co-development arrangement as defined in our agreement with AbCellera does not meet the definition of a customer as defined by ASC 606. As a result, these activities will be accounted for as research and development costs. Costs related to the AbCellera collaboration were not material for the three and nine months ended September 30, 2024.License AgreementIn May 2024, the Company and Pathos AI, Inc. ("Pathos") entered into a license agreement under which the Company granted to Pathos an exclusive, sublicensable, world-wide license to its selective, brain-penetrant PRMT5 inhibitor, PRT811. Under the terms of the license agreement, the Company received a $3.0 million upfront, non-refundable payment. The agreement also includes a near term $4.0 million payment upon the earlier of 180 days following the effective date of the license agreement or the execution of a quality agreement between the parties pursuant to which the Company will transfer title to certain quantities of Active Pharmaceutical Ingredient (â€œAPIâ€). In addition, the Company may receive potential developmental milestone payments up to $37.0 million, potential sales milestone payments up to $100 million and a range of high single-digit to low double-digit royalties on PRT811 global net sales. The Company assessed the license agreement with Pathos in accordance with ASC 606, Revenue from Contracts with Customer, and concluded that Pathos is a customer. The license agreement with Pathos includes the transfer of the following goods or services: (i) exclusive license to PRT811, (ii) transfer of licensed know-how and materials (i.e. datasets, regulatory and manufacturing documents, etc.), (iii) participation in a Joint Communication Committee ("JCC"), and (iv) execution of a quality agreement pursuant to which the Company will transfer title to certain API. The Company evaluated all of the promised goods or services within the contract and determined which goods and services were separate performance obligations. The Company determined that Pathos could not benefit from the license separately from the related know-how and materials, accordingly they represent one combined performance obligation. The execution of a quality agreement pursuant to which the Company will transfer title to certain API was identified as a separate performance obligation. The Company also determined the participation in the JCC is immaterial in the context of the license agreement as the Company has no decision-making ability through its participation in the JCC.The transaction price is allocated to the performance obligation based upon relative standalone selling prices, which were estimated for (i) the exclusive license and know-how and materials at $3.0 million using an adjusted market approach and (ii) execution of a quality agreement pursuant to which the Company will transfer title to certain API at $4.0 million using a cost plus margin approach.With respect to the accounting principles identified above, each performance obligation will be recognized at a point in time. The Company determined that the performance obligation for the license and transfer of related know-how and materials would be fully satisfied when the license is granted and key know-how and materials are transferred to Pathos as that is the point at which Pathos can fully use and benefit from the license to PRT811. The performance obligation for the execution of a quality agreement pursuant to which the Company will transfer title to certain API will be satisfied when the legal title to the API is transferred. During the third quarter of 2024, the Company satisfied the performance obligation related to the exclusive license and transfer of related know-how and materials which resulted in the recognition of revenue for $3.0 million previously deferred. The Company will recognize revenue of $4.0 million in the fourth quarter of 2024 as the performance obligation for the execution of the quality agreement pursuant to which the Company transferred title to certain API was completed in early October 2024.Other Research and Development ArrangementsThe Company enters into agreements with clinical research organizations ("CROs") to assist in the performance of research and development activities. Expenditures to CROs represent a significant cost in clinical development for the Company. 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 significant arrangements with third parties, which includes operating lease arrangements and arrangements in which the entity has agreed to expend funds to procure goods or services, or has agreed to commit resources to supply goods or services, and operating lease arrangements. Descriptions may include identification of the specific goods and services, period of time covered, minimum quantities and amounts, and cancellation rights. + ReferencesReference 1: 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_CommitmentsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R18.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Stock-Based Compensation 9. Stock-Based CompensationThe Company has two equity incentive plans: the 2016 Equity Incentive Plan, as amended, and the 2020 Equity Incentive Plan. New awards can only be granted under the 2020 Equity Incentive Plan (the â€œPlanâ€) and as of September 30, 2024, 4,591,896 shares were available for future grants. The number of shares of the Companyâ€™s common stock that may be issued pursuant to rights granted under the Plan shall automatically increase on January 1st of each year and continuing for ten years beginning on January 1, 2021, in an amount equal to five percent of the total number of shares of the Companyâ€™s common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year. On January 1, 2024, 2,745,712 shares were added to the Plan. The Plan provides for the granting of common stock, incentive stock options, nonqualified stock options, restricted stock awards, restricted stock units and/or stock appreciation rights to employees, directors, and other persons, as determined by the Companyâ€™s board of directors. The Companyâ€™s stock options vest based on the terms in each award agreement, generally over four-year periods with 25% of options vesting after one year and then monthly thereafter, and have a term of ten years. The Company measures stock-based awards at their grant-date fair value and records compensation expense on a straight-line basis over the vesting period of the awards. The Company recorded stock-based compensation expense in the following expense categories in its accompanying statements of operations:Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â (in thousands) Â 2024 Â Â 2023 Â Â 2024 Â Â 2023 Â Research and development Â $ 3,403 Â Â $ 3,319 Â Â Â $ 9,834 Â Â $ 9,544 Â General and administrative Â Â 2,523 Â Â Â Â 3,396 Â Â Â Â 7,737 Â Â Â Â 10,160 Â Â $ 5,926 Â Â $ 6,715 Â Â $ 17,571 Â Â $ 19,704 Â Stock OptionsThe following table summarizes stock option activity for the periods indicated:Â Â Â Â Numberof shares Â Â Weightedaveragexercise priceper share Â Â Weightedaverageremainingcontractualterm (years) Â Outstanding at January 1, 2024 Â Â 11,898,446 Â Â Â $ 10.60 Â Â Â Â 7.77 Â Granted Â Â

3,830,800 Â Â $ 4.48 Â Â Â Â Exercised Â Â (14,955) Â $ 3.98 Â Â Â Â Forfeited Â Â (677,420) Â $ 12.18 Â Â Â Â Outstanding at September 30, 2024 Â Â 15,036,871 Â Â $ 8.98 Â Â Â 7.58 Â Exercisable at September 30, 2024 Â Â 8,148,514 Â Â $ 11.04 Â Â Â 6.57 Â Â At September 30, 2024, the aggregate intrinsic value of both outstanding options and exercisable options was $0.5 million.The following table summarizes information about stock options outstanding at September 30, 2024 under the Plan:Â Â Â Options Outstanding Â Â Options Exercisable Â Range of Exercise Prices Â NumberOutstanding Â Â Weighted AverageRemainingContractual Life(in years) Â Â WeightedAverageExercisePrice Â Â NumberExercisable Â Â WeightedAverageExercisePrice Â $0.31Â - $4.56 Â Â 2,899,916 Â Â Â 6.43 Â Â $ 2.48 Â Â Â 2,008,650 Â Â $ 1.87 Â $4.57Â - $5.13 Â Â 4,105,590 Â Â Â 8.89 Â Â Â 4.68 Â Â Â 768,257 Â Â Â 4.86 Â $5.14Â - $11.72 Â Â 4,571,039 Â Â Â 8.06 Â Â Â 7.79 Â Â Â 2,225,341 Â Â Â 8.09 Â $11.73Â - $88.98 Â Â 3,460,326 Â Â Â 6.35 Â Â Â 21.10 Â Â Â 3,146,266 Â Â Â 20.49 Â Â Â 15,036,871 Â Â Â Â Â Â Â Â 8,148,514 Â Â Â Â The weighted-average grant date fair value of options granted was $3.31 and $4.97 per option for the nine months ended September 30, 2024 and 2023, respectively. The Company recorded stock-based compensation expense of $5.8 million and $6.5 million for the three months ended September 30, 2024 and 2023, respectively, related to stock options. The Company recorded stock-based compensation expense of $17.1 million and $18.9 million for the nine months ended September 30, 2024 and 2023, respectively, related to stock options. As of September 30, 2024, the total unrecognized compensation expense related to unvested stock option awards was $29.9 million, which the Company expects to recognize over a weighted-average period of 2.59 years.The fair value of each option was estimated on the date of grant using the weighted average assumptions in the table below:Â Â Â Nine months endedSeptember 30, Â Â Â 2024 Â Â 2023 Â Expected volatility Â Â 84.97 % Â Â 83.53 % Risk-free interest rate Â Â 4.19 % Â Â 3.81 % Expected life (in years) Â Â 6.05 Â Â Â 6.02 Â Expected dividend yield Â Â â€” Â Â Â â€” Â Â Restricted Stock Awards and UnitsThe Company issues restricted stock awards (â€œRSAâ€) to employees that generally vest over a four-year period with 25% of awards vesting after one year and then monthly thereafter. Any unvested shares will be forfeited upon termination of services. The fair value of an RSA is equal to the fair market value price of the Companyâ€™s common stock on the date of grant. RSA expense is recorded on a straight-line basis over the vesting period.The following table summarizes activity related to RSA stock-based payment awards:Â Â Â Number ofshares Â Â Weighted-averagegrant date fairvalue Â Unvested balance at January 1, 2024 Â Â 27,008 Â Â $ 3.26 Â Vested Â Â (27,008) Â $ 3.26 Â Unvested balance at September 30, 2024 Â Â â€” Â Â $ â€” Â The Company recorded stock-based compensation expense of $0.1 million and $0.4 million for the nine months ended September 30, 2024 and 2023, respectively, related to RSAs. As of September 30, 2024, there was no unrecognized expense related to RSAs.The Company granted restricted stock units (â€œRSUâ€) to employees that generally vest over a four-year period with 25% of awards vesting after one year and then quarterly thereafter. Any unvested units will be forfeited upon termination of services.The following table summarizes activity related to RSU stock-based payment awards: Â Â Number ofshares Â Â Weighted-averagegrant date fairvalue Â Unvested balance at January 1, 2024 Â Â 103,750 Â Â $ 6.16 Â Vested Â Â (31,875) Â $ 6.44 Â Unvested balance at September 30, 2024 Â Â 71,875 Â Â $ 6.03 Â The Company recorded stock-based compensation expense of $0.1 million for both the three months ended September 30, 2024 and 2023, related to RSUs. The Company recorded stock-based compensation expense of $0.2 million for both the nine months ended September 30, 2024 and 2023, related to RSUs. At September 30, 2024, the total unrecognized expense related to the RSUs was $0.4 million, which the Company expects to recognize over 1.38 years.Employee Stock Purchase PlanThe Company has an Employee Stock Purchase Plan (the â€œESPPâ€), which, as of September 30, 2024, had 2,089,518 shares of common stock reserved for future issuance. The number of shares of the Companyâ€™s common stock that may be issued pursuant to rights granted under the ESPP shall automatically increase on January 1st of each year and continuing for ten years beginning in 2021, in an amount equal to one percent of the total number of shares of all classes of the Companyâ€™s common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year. On January 1, 2024, 549,142 shares were added to the ESPP.Under the ESPP, eligible employees can purchase the Companyâ€™s common stock through accumulated payroll deductions at such times as are established by the Company's compensation committee. Eligible employees may purchase the Companyâ€™s common stock at 85% of the lower of the fair market value of the Companyâ€™s common stock on the first day of the offering period or on the last day of the offering period. Eligible employees may contribute up to 15% of their eligible compensation. Under the ESPP, a participant may not accrue rights to purchase more than $25,000 worth of the Companyâ€™s common stock for each calendar year in which such right is outstanding.The ESPP is considered compensatory under the FASB stock compensation rules. Accordingly, share-based compensation expense is determined based on the optionâ€™s grant-date fair value as estimated by applying the Black Scholes option-pricing model and is recognized over the withholding period. The Company recognized share-based compensation expense of $0.2 million for both the nine months ended September 30, 2024 and 2023 related to the ESPP. X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 - SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 26 R19.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Policies) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Basis of presentation Basis of presentationThe accompanying unaudited interim financial statements have been prepared in accordance with generally accepted accounting principles (â€œGAAPâ€) for interim financial information, the instructions to Form 10-Q and Article 10 of Regulation S-X. They do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results that may be expected for the year ending December 31, 2024. The accompanying unaudited interim financial statements should be read in conjunction with the annual audited financial statements and related notes as of and for the year ended December 31, 2023 found in the Company's Annual Report on Form 10-K filed with the SEC on February 15, 2024. Any reference in these notes to applicable guidance is meant to refer to GAAP as found in the Accounting Standards Codification (â€œASCâ€) and Accounting Standards Updates (â€œASUâ€) of the Financial Accounting Standards Board (â€œFASBâ€). Use of estimates Use of estimatesThe preparation of the unaudited interim financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and contingent liabilities at the date of the unaudited interim financial statements and the reported amounts of expenses during the reporting period. Actual results could differ from those estimates.Estimates and assumptions are periodically reviewed, and the effects of the revisions are reflected in the accompanying unaudited interim financial statements in the period they are determined to be necessary. The most significant estimate relates to accrued clinical trial expenses. Income taxes Income taxesBased upon the historical and anticipated future losses, management has determined that the deferred tax assets generated by net operating losses and research and development credits do not meet the more likely than not threshold for realizability. Accordingly, a full valuation allowance has been recorded against the Companyâ€™s net deferred tax assets as of September 30, 2024 and December 31, 2023. Cash, Cash Equivalents and Restricted Cash Cash, Cash Equivalents and Restricted cashThe Companyâ€™s cash equivalents include short-term highly liquid investments with an original maturity of 90 days or less when purchased and are carried at fair value in the accompanying balance sheets.Restricted cash consists of a letter of credit for the benefit of the landlord in connection with the Companyâ€™s Chestnut Run Lease. See Note 8 for further details.The following table provides a reconciliation of cash and cash equivalents and restricted cash reported within the balance sheet that total to the amounts shown in the statement of cash flows: (in thousands) Â September 30,2024 Â Â December 31,2023 Â Cash and cash equivalents Â $ 11,134 Â Â $ 25,291 Â Restricted cash Â Â 4,044 Â Â Â 4,044 Â Total cash, cash equivalents, and restricted cash shown in statement of cash flows Â $ 15,178 Â Â $ 29,335 Â Â Marketable Securities Marketable SecuritiesThe Companyâ€™s marketable securities consist of investments in corporate debt securities, United States (â€œU.S.â€) government debt securities, and agency securities that are classified as available-for-sale. The securities are carried at fair value with the unrealized gains and losses, net of tax, included in accumulated other comprehensive loss, a component of stockholdersâ€™ equity. Realized gains and losses as well as credit losses, if any, on marketable securities are included in the Companyâ€™s statements of operations. The Company classifies marketable securities that are available for use in current operations as current assets on the balance sheets. Revenue Recognition Revenue RecognitionThe Company recognizes revenue under Accounting Standard Codification 606 â€“ Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue when its customer obtains control of promised goods or services, in an amount that reflects the consideration which the Company expects to receive in exchange for those goods or services. The Company's revenue recognition analysis consists of the following steps: (i) identify the contract(s) with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations; and (v) recognition of revenue as we satisfy each performance obligation.The Company evaluates all promised goods and services within a customer contract and determines which goods and services are separate performance obligations. This evaluation includes an assessment of whether the good or service is capable of being distinct and whether the good or service is separable from other promises in the contract. The transaction price is determined based on the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The Company recognizes as revenue the amount of the transaction price that is allocated to the respective performance obligations when (or as) the performance obligations are satisfied. The Company recognizes a liability when the Company has received payment but has not yet satisfied the related performance obligations. Net Loss Per Share Net Loss Per ShareBasic net loss per share of common stock is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during each period, including pre-funded warrants to purchase shares of common stock. The weighted-average number of shares of common stock outstanding used in the basic net loss per share calculation does not include unvested restricted stock awards as these instruments are considered contingently issuable shares until they vest. Diluted net loss per share of common stock includes the effect, if any, from the potential exercise of securities, such as stock options, and the effect from unvested restricted stock awards and restricted stock units which would result in the issuance of incremental shares of common stock. For diluted net loss per share, the weighted-average number of shares of common stock is the same for basic net loss per share due to the fact that when a net loss exists, dilutive securities are not included in the calculation as the impact is anti-dilutive. The Companyâ€™s unvested restricted stock awards entitle the holder to participate in dividends and earnings of the Company, and, if the Company were to recognize net income, it would have to use the two-class method to calculate earnings per share. The two-class method is not applicable during periods with a net loss, as the holders of the unvested restricted stock awards have no obligation to fund losses.The following potentially dilutive securities have been excluded from the computation of diluted weighted-average shares of common stock outstanding, as they would be anti-dilutive:Â Â Â September 30, Â Â Â 2024 Â Â 2023 Â Unvested restricted stock awards Â Â â€” Â Â Â 54,026 Â Unvested restricted stock units Â Â 71,875 Â Â Â 114,375 Â Stock options Â Â 15,036,871 Â Â Â 12,134,205 Â Employee stock purchase plan Â Â 99,150 Â Â Â 74,248 Â Â Â 15,207,896 Â Â Â 12,376,854 Â Amounts in the above table reflect the common stock equivalents. Recently Issued Accounting Pronouncements Recently Issued Accounting PronouncementsEmerging Growth Company StatusThe Company is an emerging growth company, as defined in the Jumpstart Our Business Startups Act of 2012 (the â€œJOBS Actâ€). Under the JOBS Act, emerging growth companies can delay adopting new or revised accounting standards issued subsequent to the enactment of the JOBS Act, until such time as those standards apply to private companies. The Company has elected to use this extended transition period for complying with new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it (i) is no longer an emerging growth company or (ii) affirmatively and irrevocably opts out of the extended transition period provided in the JOBS Act. As a result, these unaudited interim financial statements may not be comparable to companies that comply with the new or revised accounting pronouncements as of public company effective dates.Accounting guidance not yet adoptedIn November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU"), 2023-07, Segment Reporting (Topic 280) â€“ Improvements to Reportable Segment Disclosures. This ASU expands segment disclosures by requiring disclosure of significant segment expenses that are regularly provided to the chief operating decision maker and included within each reported measure of segment profit or loss, an amount for other segment items and a description of its composition, and interim disclosures of a reportable segmentâ€™s profit or loss and assets. The disclosures required under ASU 2023-07 are also required for public entities with a single reportable segment. The amendments in this ASU are effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the financial statements and related disclosures.In December 2023, the FASB issued ASU 2023-09, Income Taxes - Improvements to Income Tax Disclosures. ASU 2023-09 requires enhanced income tax disclosures related to the rate reconciliation and income taxes paid information. For public business entities, the amendments in this ASU are effective for annual periods beginning after December 15, 2024 with early adoption permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the 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 - 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 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 income taxes, which may include its accounting policies for recognizing and measuring deferred tax assets and liabilities and related valuation allowances, recognizing investment tax credits, operating loss carryforwards, tax credit carryforwards, and other

carryforwards, methodologies for determining its effective income tax rate and the characterization of interest and penalties in the financial statements. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-20Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-19Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-25Reference 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(h)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-28Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-1 + Details Name: us-gaap_IncomeTaxPolicyTextBlock 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 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 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 27 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Tables) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Schedule of Reconciliation of Cash and Cash Equivalents and Restricted Cash The following table provides a reconciliation of cash and cash equivalents and restricted cash reported within the balance sheet that total to the amounts shown in the statement of cash flows: (in thousands) Â September 30,2024 Â Â December 31,2023 Â Cash and cash equivalents Â $ 11,134 Â Â $ 25,291 Â Restricted cash Â Â 4,044 Â Â Â 4,044 Â Total cash, cash equivalents, and restricted cash shown in statement of cash flows Â $ 15,178 Â Â $ 29,335 Â Â Schedule of Potentially Dilutive Securities Excluded from Computation of Diluted Weighted-average Shares of Common Stock Outstanding The following potentially dilutive securities have been excluded from the computation of diluted weighted-average shares of common stock outstanding, as they would be anti-dilutive:Â Â Â September 30, Â Â Â 2024 Â Â 2023 Â Unvested restricted stock awards Â Â â€” Â Â Â 54,026 Â Unvested restricted stock units Â Â 71,875 Â Â Â 114,375 Â Stock options Â Â 15,036,871 Â Â Â 12,134,205 Â Employee stock purchase plan Â Â 99,150 Â Â Â 74,248 Â Â Â 15,207,896 Â Â Â 12,376,854 Â X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of cash and cash equivalents. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfCashAndCashEquivalentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 28 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Marketable Securities (Tables) 9 Months Ended Sep. 30, 2024 Investments, Debt and Equity Securities [Abstract] Â Schedule of Marketable Securities The following provides detail of the Company's marketable securities. (in thousands) Â Amortized Cost Â Â Gross unrealized gain Â Â Gross unrealized loss Â Â Fair Value Â September 30, 2024 Â Â Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ 8,570 Â Â $ 6 Â Â $ â€” Â Â $ 8,576 Â Corporate debt securities Â Â 68,170 Â Â Â 128 Â Â Â (7) Â Â 68,291 Â U.S. government securities Â Â 65,585 Â Â Â 41 Â Â Â (1) Â Â 65,625 Â Total marketable securities Â $ 142,325 Â Â $ 175 Â Â $ (8) Â $ 142,492 Â Â Â Â Â Â Â Â Â Â Â Â December 31, 2023 Â Â Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ 10,431 Â Â $ 19 Â Â $ â€” Â Â $ 10,450 Â Corporate debt securities Â Â 67,806 Â Â Â 193 Â Â Â (20) Â Â 67,979 Â U.S. government securities Â Â 129,184 Â Â Â 72 Â Â Â (41) Â Â 129,215 Â Total marketable securities Â $ 207,421 Â Â $ 284 Â Â $ (61) Â $ 207,644 Â Â 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 marketable securities. This may consist of investments in certain debt and equity securities, short-term investments and other assets. + ReferencesNo definition available. + Details Name: us-gaap_MarketableSecuritiesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value of Financial Instruments (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Schedule of Assets and Liabilities Measured at Fair Value on Recurring Basis The following fair value hierarchy table presents information about the Companyâ€™s assets and liabilities measured at fair value on a recurring basis: Â Â Fair value measurement at reporting date using Â (in thousands) Â Quoted pricesin activemarkets foridenticalassets(Level 1) Â Â Significantotherobservableinputs(Level 2) Â Â Significantunobservableinputs(Level 3) Â September 30, 2024 Â Â Â Â Â Â Â Â Â Â Â Â Assets Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Money Market Funds Â $ 6,149 Â Â $ â€” Â Â $ â€” Â Â Â Â Â U.S. government securities Â Â â€” Â Â Â 3,499 Â Â Â â€” Â Total cash equivalents Â Â 6,149 Â Â Â 3,499 Â Â Â â€” Â Â Â Â Â Â Â Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ â€” Â Â $ 8,576 Â Â $ â€” Â Â Â Â Â Corporate debt securities Â Â â€” Â Â Â 68,291 Â Â Â â€” Â Â Â Â Â U.S. government securities Â Â â€” Â Â Â 65,625 Â Â Â â€” Â Total marketable securities Â Â â€” Â Â Â 142,492 Â Â Â â€” Â Total financial assets Â $ 6,149 Â Â $ 145,991 Â Â $ â€” Â Â Â Â Â Â Â Â Â Â Â Â December 31, 2023 Â Â Â Â Â Â Â Â Â Â Â Â Assets Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Money Market Funds Â $ 24,369 Â Â $ â€” Â Â $ â€” Â Â Â Â Â Marketable securities: Â Â Â Â Â Â Â Â Â Â Â Â Agency securities Â $ â€” Â Â $ 10,450 Â Â $ â€” Â Â Â Â Â Corporate debt securities Â Â â€” Â Â Â 67,979 Â Â Â â€” Â Â Â Â Â U.S. government securities Â Â â€” Â Â Â 129,215 Â Â Â â€” Â Total marketable securities Â Â â€” Â Â Â 207,644 Â Â Â â€” Â Total financial assets Â $ 24,369 Â Â $ 207,644 Â Â $ â€” Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - 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 30 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses and Other Current Liabilities (Tables) 9 Months Ended Sep. 30, 2024 Payables and Accruals [Abstract] Â Schedule of Accrued Expenses and Other Current Liabilities Accrued expenses and other current liabilities consisted of the following: (in thousands) Â September 30,2024 Â Â December 31,2023 Â Compensation and related benefits Â $ 7,594 Â Â $ 9,157 Â Research and development Â Â 5,184 Â Â Â 5,666 Â Other Â Â 801 Â Â Â 945 Â Â $ 13,579 Â Â $ 15,768 Â X - DefinitionSchedule of accrued expenses and other current liabilities. + ReferencesNo definition available. + Details Name: prld_ScheduleOfAccruedExpensesAndOtherCurrentLiabilitiesTableTextBlock Namespace Prefix: prld_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_PayablesAndAccrualsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 31 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments (Tables) 9 Months Ended Sep. 30, 2024 Schedule of Supplemental Balance Sheet and Other Information related to Operating and Finance Leases Supplemental balance sheet and other information related to our operating and finance leases as of September 30, 2024 and December 31, 2023 were as follows: (in thousands) Â Â Â Â Â Â Â Â Leases Â Classification Â September 30,2024 Â Â December 31,2023 Â Assets Â Â Â Â Â Â Â Â Operating Â Operating lease right-of-use assets Â $ 29,182 Â Â $ 30,412 Â Finance Â Property and equipment, net Â Â 553 Â Â Â â€” Â Total leased assets Â Â Â $ 29,735 Â Â $ 30,412 Â Liabilities Â Â Â Â Â Â Â Â Current: Â Â Â Â Â Â Â Â Operating Â Current liabilities, operating lease liability Â $ 2,365 Â Â $ 1,481 Â Finance Â Current liabilities, finance lease liability Â Â 359 Â Â Â â€” Â Non-Current: Â Â Â Â Â Â Â Â Operating Â Operating lease liability Â Â 15,412 Â Â Â 15,407 Â Total lease liabilities Â Â Â $ 18,136 Â Â $ 16,888 Â Â Â Â Â Â Â Â Weighted-average discount rate Â Â Â Â Â Â Â Â Operating lease Â Â Â Â 15.0 % Â Â 15.0 % Finance lease Â Â Â Â 10.5 % Â Â Â Weighted-average remaining lease term (years) Â Â Â Â Â Â Â Â Operating lease Â Â Â Â 12.7 Â Â Â 13.5 Â Finance lease Â Â Â Â 0.6 Â Â Â Â Schedule of Supplemental Cash Flow Information related to leases Supplemental cash flow information related to our leases for the nine months ended September 30, 2024 and 2023 were as follows: Â Â Nine months ended September 30, Â (in thousands) Â 2024 Â Â 2023 Â Cash paid for amounts included in the measurement of lease liabilities: Â Â Â Â Â Â Operating cash flows from operating lease Â $ 1,051 Â Â $ 1,446 Â Operating cash flows from finance lease Â 22 Â Â Â â€” Â Financing cash flows from finance lease Â 244 Â Â Â â€” Â Non-cash transaction Â Â Â Â Â Â Right-of-use asset obtained in exchange for lease obligations: Â Â Â Â Â Â Finance lease Â 603 Â Â Â â€” Â Â Schedule of Future Minimum Annual Lease Payments Under Operating and Finance Lease Future minimum annual lease payments for operating and finance lease at September 30, 2024 are as follows: (in thousands) Operating lease Â Â Finance lease Â 2024 (remaining) $ 561 Â Â $ 159 Â 2025 Â 2,746 Â Â Â 213 Â 2026 Â 2,979 Â Â Â - Â 2027 Â 3,054 Â Â Â - Â 2028 Â 3,130 Â Â Â - Â 2029 Â 3,209 Â Â Â - Â Thereafter Â 26,427 Â Â Â - Â Total undiscounted lease payments Â 42,106 Â Â Â 372 Â Less imputed interest Â (24,329) Â Â (13) Lease liability $ 17,777 Â Â $ 359 Â X - DefinitionLessee, operating lease liability and finance lease liability, to be paid, maturity. + ReferencesNo definition available. + Details Name: prld_LesseeOperatingLeaseLiabilityAndFinanceLeaseLiabilityToBePaidMaturityTableTextBlock Namespace Prefix: prld_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionSchedule of cash flow information of lease table text block. + ReferencesNo definition available. + Details Name: prld_ScheduleOfCashFlowInformationOfLeaseTableTextBlock Namespace Prefix: prld_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionSchedule of supplemental balance sheet and other information of operating and finance leases table text block. + ReferencesNo definition available. + Details Name: prld_ScheduleOfSupplementalBalanceSheetAndOtherInformationOfOperatingAndFinanceLeasesTableTextBlock Namespace Prefix: prld_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation (Tables) 9 Months Ended Sep. 30, 2024 Share-Based Payment Arrangement [Abstract] Â Schedule of Stock-Based Compensation Expense Recorded in Statements of Operations The Company recorded stock-based compensation expense in the following expense categories in its accompanying statements of operations:Â Â Â Three Months EndedSeptember 30, Â Â Nine Months EndedSeptember 30, Â (in thousands) Â 2024 Â Â 2023 Â 2024 Â Â 2023 Â Research and development Â $ 3,403 Â Â $ 3,319 Â Â $ 9,834 Â Â $ 9,544 Â General and administrative Â Â 2,523 Â Â Â 3,396 Â Â Â 7,737 Â Â Â 10,160 Â Â $ 5,926 Â Â $ 6,715 Â Â $ 17,571 Â Â $ 19,704 Â Summary of Stock Option Activity The following table summarizes stock option activity for the periods indicated:Â Â Â Numberof shares Â Â Weightedaverageexercise priceper share Â Â Weightedaverageremainingcontractualterm (years) Â Outstanding at January 1, 2024 Â Â 11,898,446 Â Â $ 10.60 Â Â Â 7.77 Â Granted Â Â 3,830,800 Â Â $ 4.48 Â Â Â Â Exercised Â Â (14,955) Â $ 3.98 Â Â Â Â Forfeited Â Â (677,420) Â $ 12.18 Â Â Â Â Outstanding at September 30, 2024 Â Â 15,036,871 Â Â $ 8.98 Â Â Â 7.58 Â Exercisable at September 30, 2024 Â Â 8,148,514 Â Â $ 11.04 Â Â Â 6.57 Â Summary of Information about Stock Options Outstanding The following table summarizes information about stock options outstanding at September 30, 2024 under the Plan:Â Â Â Options Outstanding Â Â Options Exercisable Â Range of Exercise Prices Â NumberOutstanding Â Â Weighted AverageRemainingContractual Life(in years) Â Â WeightedAverageExercisePrice Â Â NumberExercisable Â Â WeightedAverageExercisePrice Â $0.31Â - $4.56 Â Â 2,899,916 Â Â Â 6.43 Â Â $ 2.48 Â Â Â 2,008,650 Â Â $ 1.87 Â $4.57Â - $5.13 Â Â Â 4,105,590 Â Â Â 8.89 Â Â Â 4.68 Â Â Â 768,257 Â Â Â 4.86 Â $5.14Â - $11.72 Â Â 4,571,039 Â Â Â 8.06 Â Â Â 7.79 Â Â Â 2,225,341 Â Â Â 8.09 Â $11.73Â - $88.98 Â Â 3,460,326 Â Â Â 6.35 Â Â Â 21.10 Â Â Â 3,146,266 Â Â Â 20.49 Â Â Â 15,036,871 Â Â Â Â Â Â Â Â 8,148,514 Â Â Â Â Schedule of Fair Value of Each Option Estimated on Date of Grant Using Weighted Average Assumptions The fair value of each option was estimated on the date of grant using the weighted average assumptions in the table below:Â Â Â Nine months endedSeptember 30, Â Â Â 2024 Â Â 2023 Â Expected volatility Â Â 84.97 % Â Â 83.53 % Risk-free interest rate Â Â 4.19 % Â Â 3.81 % Expected life (in years) Â Â 6.05 Â Â Â 6.02 Â Expected dividend yield Â Â â€” Â Â Â â€” Â Â Summary of Activity related to RSA Stock-Based Payment Awards The following table summarizes activity related to RSA stock-based payment awards:Â Â Â Number ofshares Â Â Weighted-averagegrant date fairvalue Â Unvested balance at January 1, 2024 Â Â 27,008 Â Â $ 3.26 Â Vested Â Â (27,008) Â $ 3.26 Â Unvested balance at September 30, 2024 Â Â â€” Â Â $ â€” Â Summary of Activity related to RSU Stock-Based Payment Awards The following table summarizes activity related to RSU stock-based payment awards: Â Â Number ofshares Â Â Weighted-averagegrant date fairvalue Â Unvested

balance at January 1, 2024 Â Â 103,750 Â Â $ 6.16 Â Vested Â Â (31,875) Â $ 6.44 Â Unvested balance at September 30, 2024 Â Â 71,875 Â Â $ 6.03 Â The Company recorded stock-based compensation expense of $0.1 million for both the three months ended September 30, 2024 and 2023, related to RSUs. 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 the changes in outstanding nonvested restricted stock shares. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Subparagraph (c) -Paragraph 2 -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_NonvestedRestrictedStockSharesActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of cost recognized for award under share-based payment arrangement by plan. Includes, but is not limited to, related tax benefit. + 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_ScheduleOfCompensationCostForShareBasedPaymentArrangementsAllocationOfShareBasedCompensationCostsByPlanTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the changes in outstanding nonvested restricted stock units. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of option exercise prices, by grouped ranges, including the upper and lower limits of the price range, the number of shares under option, weighted average exercise price and remaining contractual option terms. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeTextBlock 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 XML 33 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Risks and Liquidity - Additional Information (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Risks And Liquidity [Abstract] Â Â Accumulated deficit $ (554,832) $ (456,390) X - DefinitionRisks and liquidity. + ReferencesNo definition available. + Details Name: prld_RisksAndLiquidityAbstract Namespace Prefix: prld_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 34 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies - Schedule of Reconciliation of Cash and Cash Equivalents and Restricted Cash (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Accounting Policies [Abstract] Â Â Cash and cash equivalents $ 11,134 $ 25,291 Restricted cash 4,044 4,044 Total cash, cash equivalents, and restricted cash shown in statement of cash flows $ 15,178 $ 29,335 X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract 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 - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cash restricted as to withdrawal or usage. 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. + ReferencesReference 1: 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)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -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 3: http://www.xbrl.org/2009/role/commonPracticeRef -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 4: http://www.xbrl.org/2009/role/commonPracticeRef -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-S99-1 + Details Name: us-gaap_RestrictedCash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 35 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies - Schedule of Potentially Dilutive Securities Excluded from Computation of Diluted Weighted-average Shares of Common Stock Outstanding (Details) - shares 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Antidilutive securities excluded from computation of earnings per share 15,207,896 12,376,854 Unvested Restricted Stock Awards Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Antidilutive securities excluded from computation of earnings per share Â 54,026 Unvested Restricted Stock Units Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Antidilutive securities excluded from computation of earnings per share 71,875 114,375 Stock Options Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Antidilutive securities excluded from computation of earnings per share 15,036,871 12,134,205 Employee Stock Purchase Plan Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Antidilutive securities excluded from computation of earnings per share 99,150 74,248 X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_RestrictedStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_EmployeeStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 36 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Marketable Securities - Schedule of Marketable Securities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Agency Securities Â Â Marketable Securities [Line Items] Â Â Marketable securities, Amortized cost $ 8,570 $ 10,431 Marketable securities, Gross unrealized gain 6 19 Marketable securities, Fair value 8,576 10,450 Corporate Debt Securities Â Â Marketable Securities [Line Items] Â Â Marketable securities, Amortized cost 68,170 67,806 Marketable securities, Gross unrealized gain 128 193 Marketable securities, Gross unrealized loss (7) (20) Marketable securities, Fair value 68,291 67,979 U.S. Government Securities Â Â Marketable Securities [Line Items] Â Â Marketable securities, Amortized cost 65,585 129,184 Marketable securities, Gross unrealized gain 41 72 Marketable securities, Gross unrealized loss (1) (41) Marketable securities, Fair value 65,625 129,215 Marketable Securities Â Â Marketable Securities [Line Items] Â Â Marketable securities, Amortized cost 142,325 207,421 Marketable securities, Gross unrealized gain 175 284 Marketable securities, Gross unrealized loss (8) (61) Marketable securities, Fair value $ 142,492 $ 207,644 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), 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 - 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_MarketableSecuritiesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FinancialInstrumentAxis=prld_AgencySecurityMember 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_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=prld_MarketableSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 37 R30.htm IDEA: XBRL

DOCUMENT v3.24.3 Marketable Securities - Additional Information (Details) $ in Millions Sep. 30, 2024 USD ($) Security Investments, Debt and Equity Securities [Abstract] Â Number of marketable securities | Security 9 Securities fair market value unrealized loss position | $ $ 23.0 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 unrealized loss position without allowance for credit loss. + 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 6 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479106/326-30-50-4 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleUnrealizedLossPosition 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 unrealized loss position, without allowance for credit loss. Includes beneficial interest in securitized financial asset. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -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_DebtSecuritiesAvailableForSaleUnrealizedLossPositionNumberOfPositions Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType 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 38 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value of Financial Instruments - Schedule of Assets and Liabilities Measured at Fair Value on Recurring Basis (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Agency Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets $ 8,576 $ 10,450 Corporate Debt Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 68,291 67,979 U.S. Government Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 65,625 129,215 Recurring Basis | Quoted Prices in Active Markets for Identical Assets (Level 1) Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 6,149 Â Fair value measurement, assets 6,149 24,369 Fair value measurement, assets 0 0 Recurring Basis | Quoted Prices in Active Markets for Identical Assets (Level 1) | Agency Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 0 0 Recurring Basis | Quoted Prices in Active Markets for Identical Assets (Level 1) | Corporate Debt Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 0 0 Recurring Basis | Quoted Prices in Active Markets for Identical Assets (Level 1) | U.S. Government Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 0 Â Fair value measurement, assets 0 0 Recurring Basis | Quoted Prices in Active Markets for Identical Assets (Level 1) | Money Market Funds Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 6,149 24,369 Recurring Basis | Significant other observable inputs (Level 2) Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 3,499 Â Fair value measurement, assets 145,991 207,644 Fair value measurement, assets 142,492 207,644 Recurring Basis | Significant other observable inputs (Level 2) | Agency Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 8,576 10,450 Recurring Basis | Significant other observable inputs (Level 2) | Corporate Debt Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 68,291 67,979 Recurring Basis | Significant other observable inputs (Level 2) | U.S. Government Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 65,625 Â Fair value measurement, assets 3,499 129,215 Recurring Basis | Significant other observable inputs (Level 2) | Money Market Funds Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 0 0 Recurring Basis | Significant unobservable inputs (Level 3) Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 0 Â Fair value measurement, assets 0 0 Fair value measurement, assets 0 0 Recurring Basis | Significant unobservable inputs (Level 3) | Agency Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 0 0 Recurring Basis | Significant unobservable inputs (Level 3) | Corporate Debt Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 0 0 Recurring Basis | Significant unobservable inputs (Level 3) | U.S. Government Securities Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets 0 Â Fair value measurement, assets 0 0 Recurring Basis | Significant unobservable inputs (Level 3) | Money Market Funds Â Â Fair Value, Assets Measured on Recurring Basis, Unobservable Input Reconciliation [Line Items] Â Â Fair value measurement, assets $ 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 - 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 - 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 - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 101 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-101Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -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 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -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 (c)(1a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueAssetsMeasuredOnRecurringBasisUnobservableInputReconciliationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FinancialInstrumentAxis=prld_AgencySecurityMember 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_USGovernmentAgenciesDebtSecuritiesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember 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_CashAndCashEquivalentsAxis=us-gaap_MoneyMarketFundsMember 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 39 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Accrued Expenses and Other Current Liabilities - Summary of Accrued Expenses and Other Current Liabilities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Payables and Accruals [Abstract] Â Â Compensation and related benefits $ 7,594 $ 9,157 Research and development 5,184 5,666 Other 801 945 Accrued expenses and other current liabilities $ 13,579 $ 15,768 X - DefinitionAccrued research and development liabilities, current. + ReferencesNo definition available. + Details Name: prld_AccruedResearchAndDevelopmentLiabilitiesCurrent Namespace Prefix: prld_ 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 - 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 - DefinitionAmount of expenses incurred but not yet paid classified as other, due within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_PayablesAndAccrualsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 40 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Common Stock - Additional Information (Details) - USD ($) 1 Months Ended 3 Months Ended 9 Months Ended Mar. 31, 2023 Dec. 31, 2023 Jun. 30, 2023 Sep. 30, 2024 May 31, 2024 Nov. 30, 2021 Class Of Stock [Line Items] Â Â Â Â Â Â Amount of securities that may be issued and sold $ 400,000,000 Â Â Â Â Gross proceeds from issuance of common stock and prefunded warrants Â Â $ 113,000,000 Â Â Â Offering costs Â $ 200,000 2,600,000 Â Â Â Offering costs previously paid and deferred Â Â 300,000 Â Â Â Net proceeds from issuance Â $ 24,800,000 $ 110,400,000 Â Â Â 2021 Shelf Registration Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Maximum aggregate offering amount Â Â Â Â Â $ 400,000,000 Shelf Registration statement expiration period Â Â Â Nov. 24, 2024 Â Â Shelf registration statement remaining amount Â Â Â $ 187,000,000 Â Â 2024 Shelf Registration Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Maximum aggregate offering amount Â Â Â Â Â $ 400,000,000 Â Shelf Registration statement expiration period Â Â Â 2027-05 Â Â Shelf registration statement remaining amount Â Â Â $ 400,000,000 Â Â Open Market Sales Agreement | Jefferies LLC Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Amount remaining under the sales agreement Â Â Â Â $ 75,000,000 Â Â Maximum | Open Market Sales Agreement | Jefferies LLC Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Common stock aggregate offering amount $ 75,000,000 Â Â Â Â Â Percentage of commission on gross proceeds from sale of common stock 3.00% Â Â Â Â Â Pre-Funded Warrants Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Warrants exercise price per share Â $ 0.0001 Â Â Â Â Warrants exercised Â Â Â 0 Â Â Pre-Funded Warrants | Voting Common Stock Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Shares issued price per share Â Â $ 5.7499 Â Â Â Warrants to purchase common stock Â Â 12,895,256 Â Â Â Pre-Funded Warrants | Voting Common Stock | Private Placement Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Shares issued price per share Â $ 3.1499 Â Â Â Â Warrants to purchase common stock Â 7,936,759 Â Â Â Common Stock Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Common stock, voting rights Â Â Â The holders of the voting common stock are entitled to one vote for each share of voting common stock held at all meetings of stockholders Â Â Number of shares sold Â Â 6,761,200 Â Â Â Shares issued price per share Â Â $ 5.75 Â Â Â Common Stock | Minimum Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Beneficial ownership percentage Â Â Â 9.99% Â Â Common Stock | Maximum Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Beneficial ownership percentage Â Â Â 19.99% Â Â Common Stock | Voting Common Stock Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Number of shares sold Â Â 5,312,978 Â Â Â Shares issued during period Â Â 5,312,978 Â Â Â Shares purchased by underwriters Â Â 2,264,456 Â Â Â Common Stock | Non-voting Common Stock Â Â Â Â Â Â Class Of Stock [Line Items] Â Â Â Â Â Â Number of shares sold Â Â 1,448,222 Â Â Â Shares issued during period Â Â 1,448,222 Â Â Â Â X - DefinitionBeneficial ownership percentage. + ReferencesNo definition available. + Details Name: prld_BeneficialOwnershipPercentage Namespace Prefix: prld_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionClass of warrant or right, warrants exercised + ReferencesNo definition available. + Details Name: prld_ClassOfWarrantOrRightWarrantsExercised Namespace Prefix: prld_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionCommon stock aggregate offering amount. + ReferencesNo definition available. + Details Name: prld_CommonStockAggregateOfferingAmount Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionGross proceeds from issuance of common stock and prefunded warrants. + ReferencesNo definition available. + Details Name: prld_GrossProceedsFromIssuanceOfCommonStockAndPrefundedWarrants Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionMaximum aggregate offering amount. + ReferencesNo definition available. + Details Name: prld_MaximumAggregateOfferingAmount Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionOffering costs Incurred + ReferencesNo definition available. + Details Name: prld_OfferingCostsIncurred Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X -

DefinitionPercentage of commission on gross proceeds from sale of common stock. + ReferencesNo definition available. + Details Name: prld_PercentageOfCommissionOnGrossProceedsFromSaleOfCommonStock Namespace Prefix: prld_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionProceeds From issuance of common stock and pre-funded warrants net. + ReferencesNo definition available. + Details Name: prld_ProceedsFromIssuanceOfCommonStockAndPreFundedWarrantsNet Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRegistration arrangement, remaining amount. + ReferencesNo definition available. + Details Name: prld_RegistrationArrangementRemainingAmount Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionRegistration payment arrangement, expiration date. + ReferencesNo definition available. + Details Name: prld_RegistrationPaymentArrangementExpirationDate Namespace Prefix: prld_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionRegistration payment arrangement, expiration period. + ReferencesNo definition available. + Details Name: prld_RegistrationPaymentArrangementExpirationPeriod Namespace Prefix: prld_ Data Type: xbrli:gYearMonthItemType Balance Type: na Period Type: duration X - DefinitionSale of common stock maximum proceeds from shelf. + ReferencesNo definition available. + Details Name: prld_SaleOfCommonStockMaximumProceedsFromShelf Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionSales agreement remaining authorized amount. + ReferencesNo definition available. + Details Name: prld_SalesAgreementRemainingAuthorizedAmount Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionStock issued during period shares new issues underwriters subscription. + ReferencesNo definition available. + Details Name: prld_StockIssuedDuringPeriodSharesNewIssuesUnderwritersSubscription Namespace Prefix: prld_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483014/272-10-45-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482987/272-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_ClassOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which 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 - DefinitionDescription of voting rights of common stock. Includes eligibility to vote and votes per share owned. Include also, if any, unusual voting rights. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_CommonStockVotingRights Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionSpecific incremental costs directly attributable to a proposed or actual offering of securities which are deferred at the end of the reporting period. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.A) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480341/340-10-S99-1 + Details Name: us-gaap_DeferredOfferingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPer share or per unit amount of equity securities issued. + ReferencesNo definition available. + Details Name: us-gaap_SharesIssuedPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of new stock issued during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_RegistrationPaymentArrangementByArrangementAxis=prld_TwoThousandTwentyOneShelfRegistrationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RegistrationPaymentArrangementByArrangementAxis=prld_TwoThousandTwentyFourShelfRegistrationMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=prld_OpenMarketSalesAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=prld_JefferiesLlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=prld_PreFundedWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=prld_VotingCommonStockMember 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_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_NonvotingCommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 41 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments - Additional Information (Details) $ in Thousands 1 Months Ended 3 Months Ended 9 Months Ended May 31, 2024 USD ($) Dec. 31, 2024 USD ($) Sep. 30, 2024 USD ($) ftÂ² Sep. 30, 2023 USD ($) Sep. 30, 2022 USD ($) Sep. 30, 2024 USD ($) ftÂ² Extension Sep. 30, 2023 USD ($) Other Commitments [Line Items] Â Â Â Â Â Â Â Â Operating lease cost Â Â $ 1,200 $ 500 Â $ 3,300 $ 1,600 Cash paid in the measurement of operating lease liabilities Â Â Â Â Â Â 1,051 1,446 Reimbursements for development of lab space Â Â Â Â Â $ 2,400 Â Reimbursements for development of lab space period Â Â Â Â Â 3 years Â Reimbursements for development of lab space previous expiration year Â Â Â Â Â 2023 Â Reimbursements for development of lab space expiration year Â Â Â Â Â 2026 Â Additional grant for development of lab space Â Â Â $ 1,000 Â Â Grant for development of lab space Â Â Â Â Â $ 3,400 Â Disbursement incurred costs for lab space Â Â Â Â Â 3,400 Â Grant received for increasing job Â Â 500 Â Â $ 500 Â Defined contribution plan, maximum annual contributions per employee, percent Â Â Â Â Â 100.00% Â Defined contribution plan, employer matching contribution, percent of employee's gross pay Â Â Â Â Â 3.00% Â Defined contribution plan, employer discretionary contribution amount Â Â 200 $ 100 Â $ 600 $ 500 License Agreement Â Â Â Â Â Â Â Other Commitments [Line Items] Â Â Â Â Â Â Â Transaction price $ 3,000 Â Â Â Â Â Â Deferred revenue recognized Â Â 3,000 Â Â Â Â Upfront, non-refundable fee 3,000 Â Â Â Â Â Â Near term payment upon transfer of materials 4,000 Â Â Â Â Â Â API Transfer Â Â Â Â Â Â Other Commitments [Line Items] Â Â Â Â Â Â Transaction price 4,000 Â Â Â Â Â Â Scenario Forecast | License Agreement Â Â Â Â Â Â Â Other Commitments [Line Items] Â Â Â Â Â Â Deferred revenue recognized Â $ 4,000 Â Â Â Â Â Maximum Â Â Â Â Â Â Other Commitments [Line Items] Â Â Â Â Â Â Approved grant receivable to increasing jobs Â Â $ 3,100 Â Â $ 3,100 Â Maximum | License Agreement Â Â Â Â Â Â Other Commitments [Line Items] Â Â Â Â Â Â Potential developmental milestones receivable 37,000 Â Â Â Â Â Potential sales milestone $ 100,000 Â Â Â Â Â Chestnut Run Lease Â Â Â Â Â Â Other Commitments [Line Items] Â Â Â Â Â Â Lease renewal period Â Â 5 years Â Â 5 years Â Area of lease premises | ftÂ² Â Â 81,000 Â Â 81,000 Â Initial term of lease Â Â Â Â Â 162 months Â Number of lease extensions | Extension Â Â Â Â Â 3 Â Chestnut Run Lease | Letter of Credit Â Â Â Â Â Â Other Commitments [Line Items] Â Â Â Â Â Â Security deposit Â Â $ 4,000 Â Â $ 4,000 Â Chestnut Run Lease | Letter of Credit | Pro Forma Â Â Â Â Â Â Other Commitments [Line Items] Â Â Â Â Â Â Security deposit Â Â $ 500 Â Â $ 500 Â X - DefinitionAdditional grant for the development of lab space. + ReferencesNo definition available. + Details Name: prld_AdditionalGrantForDevelopmentOfLabSpace Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionApproved grant receivable to increasing jobs. + ReferencesNo definition available. + Details Name: prld_ApprovedGrantReceivableToIncreasingJobs Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionArea of lease premises. + ReferencesNo definition available. + Details Name: prld_AreaOfLeasePremises Namespace Prefix: prld_ Data Type: dtr-types:areaItemType Balance Type: na Period Type: instant X - DefinitionDisbursement incurred costs for lab space. + ReferencesNo definition available. + Details Name: prld_DisbursementIncurredCostsForLabSpace Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionGrant for development of lab space. + ReferencesNo definition available. + Details Name: prld_GrantForDevelopmentOfLabSpace Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionGrant received for increasing jobs. + ReferencesNo definition available. + Details Name: prld_GrantReceivedForIncreasingJobs Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionInitial term of lease. + ReferencesNo definition available. + Details Name: prld_InitialTermOfLease Namespace Prefix: prld_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNear term payment upon transfer of materials. + ReferencesNo definition available. + Details Name: prld_NearTermPaymentUponTransferOfMaterials Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNumber of lease extensions. + ReferencesNo definition available. + Details Name: prld_NumberOfLeaseExtensions Namespace Prefix: prld_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionPotential developmental milestones receivable. + ReferencesNo definition available. + Details Name: prld_PotentialDevelopmentalMilestonesReceivable Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPotential sales milestone. + ReferencesNo definition available. + Details Name: prld_PotentialSalesMilestone Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionReimbursements for development of lab space. + ReferencesNo definition available. + Details Name: prld_ReimbursementsForDevelopmentOfLabSpace Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionReimbursements for development of lab space expiration year. + ReferencesNo definition available. + Details Name: prld_ReimbursementsForDevelopmentOfLabSpaceExpirationYear Namespace Prefix: prld_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionReimbursements for development of lab space period. + ReferencesNo definition available. + Details Name: prld_ReimbursementsForDevelopmentOfLabSpacePeriod Namespace Prefix: prld_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionReimbursements for development of lab space previous expiration year. + ReferencesNo definition available. + Details Name: prld_ReimbursementsForDevelopmentOfLabSpacePreviousExpirationYear Namespace Prefix: prld_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionTransaction price + ReferencesNo definition available. + Details Name: prld_TransactionPrice Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionUpfront, non-refundable fee. + ReferencesNo definition available. + Details Name: prld_UpfrontNonRefundableFee Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of revenue recognized that was previously reported as deferred or unearned revenue. + ReferencesNo definition available. + Details Name: us-gaap_DeferredRevenueRevenueRecognized1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of discretionary contributions made by an employer to a defined contribution plan. + ReferencesNo definition available. + Details Name: us-gaap_DefinedContributionPlanEmployerDiscretionaryContributionAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPercentage of employees' gross pay for which the employer contributes a matching contribution to a defined contribution plan. + ReferencesNo definition available. + Details Name:

us-gaap_DefinedContributionPlanEmployerMatchingContributionPercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionMaximum percentage of employee gross pay the employee may contribute to a defined contribution plan. + ReferencesNo definition available. + Details Name: us-gaap_DefinedContributionPlanMaximumAnnualContributionsPerEmployeePercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionTerm of lessee's operating lease renewal, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeOperatingLeaseRenewalTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its intended use. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration 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_OtherCommitmentsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of an asset, typically cash, provided to a counterparty to provide certain assurance of performance by the entity pursuant to the terms of a written or oral agreement, such as a lease. + 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(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_SecurityDeposit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_TypeOfArrangementAxis=prld_LicenseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=prld_ActivePharmaceuticalIngredientTransferMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=srt_ScenarioForecastMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LeaseContractualTermAxis=prld_ChestnutRunLeaseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShortTermDebtTypeAxis=us-gaap_LetterOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=srt_ProFormaMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments - Schedule of Supplemental Balance Sheet and Other Information related to Operating and Finance Leases (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Lease Liability [Line Items] Â Â Operating $ 29,182 $ 30,412 Finance $ 553 Â Finance Lease, Right-of-Use Asset, Statement of Financial Position [Extensible Enumeration] Property, Plant and Equipment, Net Property, Plant and Equipment, Net Total leased assets $ 29,735 $ 30,412 Operating lease liability 2,365 1,481 Finance lease liability 359 Â Operating lease liability 15,412 15,407 Total lease liabilities $ 18,136 $ 16,888 Weighted-average discount rate, Operating lease 15.00% 15.00% Weighted-average discount rate, Finance lease 10.50% Â Weighted-average remaining lease term, Operating lease (years) 12 years 8 months 12 days 13 years 6 months Weighted-average remaining lease term, Finance lease (years) 7 months 6 days Â X - DefinitionLease liability. + ReferencesNo definition available. + Details Name: prld_LeaseLiability Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLease liability. + ReferencesNo definition available. + Details Name: prld_LeaseLiabilityLineItems Namespace Prefix: prld_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionLeased assets. + ReferencesNo definition available. + Details Name: prld_LeasedAssets Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from finance 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_FinanceLeaseLiabilityCurrent 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 - DefinitionIndicates line item in statement of financial position that includes finance lease right-of-use asset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-2 + Details Name: us-gaap_FinanceLeaseRightOfUseAssetStatementOfFinancialPositionExtensibleList Namespace Prefix: us-gaap_ Data Type: enum2:enumerationSetItemType Balance Type: na Period Type: instant 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 - 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 - 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 43 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments - Schedule of Supplemental Cash Flow Information related to leases (Details) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Commitments and Contingencies Disclosure [Abstract] Â Â Operating cash flows from operating lease $ 1,051 $ 1,446 Operating cash flows from finance lease 22 Â Financing cash flows from finance lease 244 Â Finance lease right-of-use asset obtained in exchange for lease oblgations $ 603 Â X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of 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 cash outflow from operating lease, excluding payments to bring another asset to condition and location necessary for its intended use. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of 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 XML 44 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments - Schedule of Future Minimum Annual Lease Payments Under Operating and Finance Lease (Details) $ in Thousands Sep. 30, 2024 USD ($) Lease Liability [Line Items] Â 2024 (remaining) $ 561 2025 2,746 2026 2,979 2027 3,054 2028 3,130 2029 3,209 Thereafter 26,427 Total undiscounted lease payments 42,106 Less imputed interest (24,329) Lease liability 17,777 Finance lease Â 2024 (remaining) 159 2025 213 Total undiscounted lease payments 372 Less imputed interest (13) Lease liability $ 359 X - DefinitionLease liability. + ReferencesNo definition available. + Details Name: prld_LeaseLiabilityLineItems Namespace Prefix: prld_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 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 due after fifth 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_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive 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 fifth 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_LesseeOperatingLeaseLiabilityPaymentsDueYearFive 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 - 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 45 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Additional Information (Details) 3 Months Ended 9 Months Ended Sep. 30, 2024 USD ($) shares Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Plan $ / shares shares Sep. 30, 2023 USD ($) $ / shares Jan. 01, 2024 shares Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Number of equity incentive plans | Plan Â Â Â Aggregate intrinsic value of outstanding options $ 500,000 Â $ 500,000 Â Â Aggregate intrinsic value of exercisable options 500,000 Â 500,000 Â Â Stock-based compensation expense 5,926,000 $ 6,715,000 $ 17,571,000 $ 19,704,000 Â Stock Options Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Weighted-average grant date fair value of options granted | $ / shares Â Â $ 3.31 $ 4.97 Â Stock-based compensation expense 5,800,000 6,500,000 $ 17,100,000 $ 18,900,000 Â Total unrecognized compensation expense related to unvested stock option awards 29,900,000 Â $ 29,900,000 Â Â Total unrecognized compensation expense, weighted-average period Â Â 2 years 7 months 2 days Â Â Restricted Stock Awards Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Award vesting period Â Â 4 years Â Â Stock-based compensation expense Â Â $ 100,000 400,000 Â Share-based payment arrangement, nonvested award, unrecognized expense 0 Â $ 0 Â Â Restricted Stock Units Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Award vesting period Â Â 4 years Â Â Stock-based compensation expense 100,000 $ 100,000 $ 200,000 200,000 Â Total unrecognized compensation expense, weighted-average period Â Â 1 year 4 months 17 days Â Â Share-based payment arrangement, nonvested award, unrecognized expense $ 400,000 Â $ 400,000 Â Â 2020 Equity Incentive Plan Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Number of shares available for future grants | shares 4,591,896 Â 4,591,896 Â Â Terms of award Â Â The number of shares of the Companyâ€™s common stock that may be issued pursuant to rights granted under the Plan shall automatically increase on January 1st of each year and continuing for ten years beginning on January 1, 2021, in an amount equal to five percent of the total number of shares of the Companyâ€™s common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year. On January 1, 2024, 2,745,712 shares were added to the Plan. Â Â Award term Â Â 10 years Â Â Percentage of shares outstanding used to calculate annual increase in number of shares that can be issued Â Â 5.00% Â Â Number of shares authorized | shares Â Â Â Â Â 2,745,712 2020 Equity Incentive Plan | Maximum Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Award vesting period Â Â 4 years Â Â 2020 Equity Incentive Plan | Minimum Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Award vesting period Â Â 1 year Â Â 2020 Employee Stock Purchase Plan Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Number of shares available for future grants | shares 2,089,518 Â 2,089,518 Â Â Terms of award Â Â The number of shares of the Companyâ€™s common stock that may be issued pursuant to rights granted under the ESPP shall automatically increase on January 1st of each year and continuing for ten years beginning in 2021, in an amount equal to one percent of the total number of shares of all classes of the Companyâ€™s common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year. Â Â Award term Â Â 10 years Â Â Percentage of shares outstanding used to calculate annual increase in number of shares that can be issued Â Â 1.00% Â Â Stock-based compensation expense Â Â $ 200,000 $ 200,000 Â Common stock additional capital shares reserved for future issuance | shares Â Â Â Â 549,142 Eligible employees purchase common stock percentage of lower of fair market value Â Â 85.00% Â Â Participants accrue rights to purchase maximum common stock amount Â Â $ 25,000 Â Â 2020 Employee Stock Purchase Plan | Maximum Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Eligible employees contribution percentage Â Â 15.00% Â Â Vesting After One Year | Restricted Stock Awards Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Percentage of stock options vested Â Â 25.00% Â Â Vesting After One Year | Restricted Stock Units Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Percentage of stock options vested Â Â 25.00% Â Â Vesting After One Year | 2020 Equity Incentive Plan Â Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Â Percentage of stock options vested Â Â 25.00% Â Â X - DefinitionCommon stock additional capital shares reserved for future issuance. + ReferencesNo definition available. + Details Name: prld_CommonStockAdditionalCapitalSharesReservedForFutureIssuance Namespace Prefix: prld_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionEligible employees contribution percentage. + ReferencesNo definition available. + Details Name: prld_EligibleEmployeesContributionPercentage Namespace Prefix: prld_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionNumber of equity incentive plans. + ReferencesNo definition available. + Details Name: prld_NumberOfEquityIncentivePlans Namespace Prefix: prld_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionParticipants accrue rights to purchase maximum common stock amount. + ReferencesNo definition available. + Details Name: prld_ParticipantsAccrueRightsToPurchaseMaximumCommonStockAmount Namespace Prefix: prld_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPercentage of shares outstanding used to calculate annual increase in number of shares that can be issued. + ReferencesNo definition available. + Details Name: prld_PercentageOfSharesOutstandingUsedToCalculateAnnualIncreaseInNumberOfSharesThatCanBeIssued Namespace Prefix: prld_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration 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 - DefinitionWeighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of cost to be recognized for nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedShareBasedAwardsOtherThanOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of cost to be recognized for option under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedStockOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPeriod over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher 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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 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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 - DefinitionNumber of shares authorized for issuance under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe weighted average grant-date fair value of options granted during the reporting period as calculated by applying the disclosed option pricing methodology. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount by which the current fair value of the underlying stock exceeds the exercise price of options outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingIntrinsicValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionDescription of terms of award under share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardTermsOfAward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPercentage of vesting of award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardAwardVestingRightsPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPeriod from grant date that an equity-based award expires, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementBySharebasedPaymentAwardExpirationPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of difference between fair value of the underlying shares reserved for issuance and exercise price of vested portions of options outstanding and currently exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableIntrinsicValue1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionPurchase price of common stock expressed as a percentage of its fair value. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementBySharebasedPaymentAwardPurchasePriceOfCommonStockPercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType 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: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=prld_TwoThousandTwentyEquityIncentivePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=prld_TwoThousandTwentyEmployeeStockPurchasePlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VestingAxis=us-gaap_ShareBasedCompensationAwardTrancheOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 46 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Schedule of Stock-Based Compensation Expense Recorded in Statements of Operations (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 Stock-based compensation expense $ 5,926 $ 6,715 $ 17,571 $ 19,704 Research and Development Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Stock-based compensation expense 3,403 3,319 9,834 9,544 General and Administrative Â Â Â Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Â Â Â Stock-based compensation expense $ 2,523 $ 3,396 $ 7,737 $ 10,160 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 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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 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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 47 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Summary of Stock Option Activity (Details) - $ / shares 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 Share-Based Payment Arrangement [Abstract] Â Â Number of shares, Outstanding at beginning of period 11,898,446 Â Number of shares, Granted 3,830,800 Â Number of shares, Exercised (14,955) Â Number of shares, Forfeited (677,420) Â Number of shares, Outstanding at end of period 15,036,871 11,898,446 Number of shares, Exercisable at September 30, 2024 8,148,514 Â Weighted average exercise price per share, Outstanding at beginning of period $ 10.60 Â Weighted average exercise price per share, Granted 4.48 Â Weighted average exercise price per share, Exercised 3.98 Â Weighted average exercise price per share, Forfeited 12.18 Â Weighted average exercise price per share, Outstanding at end of period 8.98 $ 10.60 Weighted average exercise price per share, Exercisable at September 30, 2024 $ 11.04 Â Weighted average remaining contractual term (years), Outstanding 7 years 6 months 29 days 7 years 9 months 7 days Weighted average remaining contractual term (years), Exercisable 6 years 6 months 25 days Â X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - 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 - 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 - 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 - DefinitionWeighted average remaining contractual term for vested portions of options outstanding and currently exercisable or convertible, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableWeightedAverageRemainingContractualTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term for option awards outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -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_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType 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 48 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Summary of Information about Stock Options Outstanding (Details) 9 Months Ended Sep. 30, 2024 $ / shares shares Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Options Outstanding, Number | shares 15,036,871 Options Exercisable, Number Exercisable | shares 8,148,514 $0.31 - $4.56 Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Range of Exercise Prices, Minimum $ 0.31 Range of Exercise Prices, Maximum $ 4.56 Options Outstanding, Number | shares 2,899,916 Options Outstanding, Weighted Average Remaining Contractual Life (in years) 6 years 5 months 4 days Options Outstanding, Weighted Average Exercise Price $ 2.48 Options Exercisable, Number Exercisable | shares 2,008,650 Options Exercisable, Weighted Average Exercise Price $ 1.87 $4.57 - $5.13 Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Range of Exercise Prices, Minimum 4.57 Range of Exercise Prices, Maximum $ 5.13 Options Outstanding, Number | shares 4,105,590 Options Outstanding, Weighted Average Remaining Contractual Life (in years) 8 years 10 months 20 days Options Outstanding, Weighted Average Exercise Price $ 4.68 Options Exercisable, Number Exercisable | shares 768,257 Options Exercisable, Weighted Average Exercise Price $ 4.86 $5.14 - $11.72 Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Range of Exercise Prices, Minimum 5.14 Range of Exercise Prices, Maximum $ 11.72 Options Outstanding, Number | shares 4,571,039 Options Outstanding, Weighted Average Remaining Contractual Life (in years) 8 years 21 days Options Outstanding, Weighted Average Exercise Price $ 7.79 Options Exercisable, Number Exercisable | shares 2,225,341 Options Exercisable, Weighted Average Exercise Price $ 8.09 $11.73 - $88.98 Â Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Range of Exercise Prices, Minimum 11.73 Range of Exercise Prices, Maximum $ 88.98 Options Outstanding, Number | shares 3,460,326 Options Outstanding, Weighted Average Remaining Contractual Life (in years) 6 years 4 months 6 days Options Outstanding, Weighted Average Exercise Price $ 21.1 Options Exercisable, Number Exercisable | shares 3,146,266 Options Exercisable, Weighted Average Exercise Price $ 20.49 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 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https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe floor of a customized range of exercise prices for purposes of disclosing shares potentially issuable under outstanding stock option awards on all stock option plans and other required information pertaining to awards in the customized range. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeLowerRangeLimit Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares reserved for issuance pertaining to the outstanding exercisable stock options as of the balance sheet date in the customized range of exercise prices for which the market and performance vesting condition has been satisfied. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (c)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeNumberOfExercisableOptions Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of shares reserved for issuance pertaining to the outstanding stock options as of the balance sheet date for all option plans in the customized range of exercise prices. + 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)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeNumberOfOutstandingOptions Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe ceiling of a customized range of exercise prices for purposes of disclosing shares potentially issuable under outstanding stock option awards on all stock option plans and other required information pertaining to awards in the customized range. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeUpperRangeLimit Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average exercise price as of the balance sheet date for those equity-based payment arrangements exercisable and outstanding. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -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_SharebasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeExercisableOptionsWeightedAverageExercisePrice1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe weighted average price as of the balance sheet date at which grantees could acquire the underlying shares with respect to all outstanding stock options which are in the customized range of exercise prices. + 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)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-

gaap_SharebasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeOutstandingOptionsWeightedAverageExercisePriceBeginningBalance1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining contractual term of outstanding stock options, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 - SubTopic 10 -Subparagraph (e)(1) -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_SharebasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeOutstandingOptionsWeightedAverageRemainingContractualTerm2 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeAxis=prld_ExercisePriceRangeOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeAxis=prld_ExercisePriceRangeTwoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeAxis=prld_ExercisePriceRangeThreeMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeAxis=prld_ExercisePriceRangeFourMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Schedule of Fair Value of Each Option Estimated on Date of Grant Using Weighted Average Assumptions (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 Expected volatility 84.97% 83.53% Risk-free interest rate 4.19% 3.81% Expected life (in years) 6 years 18 days 6 years 7 days X - DefinitionThe estimated measure of the 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. + ReferencesReference 1: 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/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe risk-free interest rate assumption that is used in valuing an option on its own shares. + ReferencesReference 1: 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/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate 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 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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: XML 50 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation - Summary of Activity related to RSA Stock-Based Payment Awards (Details) - Restricted Stock Awards 9 Months Ended Sep. 30, 2024 $ / shares shares Share Based Compensation Arrangement By Share Based Payment Award [Line Items] Â Number of shares, Unvested balance at beginning of period | shares 27,008 Number of shares, Vested | shares (27,008) Weighted-average grant date fair value, Unvested balance at beginning of period | $ / shares $ 3.26 Weighted-average grant date fair value, Vested | $ / shares $ 3.26 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 - 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 - 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 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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 - 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 - 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 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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_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 52 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (&>#9ED'04UB@0 +$ 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 " !G@V99CFV_>>X K @ $0 &1O8U!R;W!S+V-O&ULS9+! M:L,P#(9?9?B>*'9+!R;U96.G#08K;.QF9+4UBQ-C:R1]^R59FS*V!]C1TN]/ MGT U1HU=HN?414KL*=\,H6FSQK@51^:H 3(>*=A!J:&JZ "<:40OXND%N(<_5/[-P! <4X.V2^ION_+?C7GQATDO#T]OLSK%K[- M;%ND\5?VFD^1MN(R^75U=[]{$$95:EU(652;G9):W>IJ_3ZY_O"["H?.^;W_ MQ\8705/#K[LP7U!+ P04 " !G@V99F5R<(Q & "<)P $P 'AL+W1H M96UE+W1H96UE,2YX;6SM6EMSVC@4?N^OT'AG]FT+QC:!MK03621A'^_1S80RY8-[9)-NIL\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]:[MR_>X%#BVR]*+ M41B1%G\@M MNN01.+5)#3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(]ZMOFCU7 MH5A)VH3X$$8:XIQSYG/1;/L'I4;1]E6\W*.76!4!EQC?-*HU+,76>)7 \:V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(++9OVX?H;5,VPLCO='U!=*Y \FIS_I,C0' MHYI9";V$5FJ?JH,@H%\;D>/N5Z> HWEL:\4*Z"'>P'_T=HWPJOX@L Y M?RY]SZ7ON? 0]H=*W-R-]9\'3BUO>1FY;Q/NN,=K7-"XH8U=RSTS0LS0[=R2^JVE+ZU)CA* M]+',<$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^ VVZG=PZ.)Z8D;D* MTU*0;\/YZ<5X&N(YV02Y?9A7;>? 8T=']Y\%1L*/O/)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90-!1M;*PD+$:W8+C7\2P4X&1@+: '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYV= <7^/1DN/;IF6U;]\I=QEM(E(YPFF8$V>KRMYEL<%5'<]56_*P MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK> U[F M$RQ#I'[!?8]*@!&K8KZZKT_Y)9P[M'OQ@2";_-;;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_VJ0-:/8--!R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M &>#9EEI^6)+ @4 - ? 8 >&PO=V]R:W-H965T&UL MM9G _;^(V&,; %8M-TR:5DCA\ZZU%HBG=H?5Z'' [W:;]8!(#T24Q.7-@EYGO@3V_%C^W8GY+=DS;DB+U$8)W>-M5*;=ZU6XJUYQ))K ML>$Q_+(4,F(*3N6JE6PD9WXFBL(6M:QN*V)!W!C<9MZ".]O-$F&1_ MR2Z_M]UN$"]-E(CV8BA!%,3Y?_:R?Q'' EHAH'L! 8_ KGJ"LQ=D;ZZ5ERS# M>F"*#6ZEV!&I[P8W?9"]FTP--$&LJW&F)/P:@$X-'H270JTHPF*?C&(5]%7OG^]R95CC?D \B5NL$7'WNO]6WH)1%4>FA MJ/<4-9SQS35QK"M"+=HVE,?%Y<]B>TVLMDG^ICA.\>:Y:OYKP_B>S-[#M K:- MN9?-9/ZZX2927&YS4\F)%15$ZE3('70,@V!Q\^8'D.V,C'A^B4+$].K<%%9 M3:AN =4]KYXF7 9"]VB?P'?!6&6X4]';*KL;JJ_)V2LX>^=Q/@:)QT+RE3-) M'N&B\4.%>U7QH:J:?/V"K_]=?/OJK"3$W3XY)CY44Y/ION"[04LTE\P/XA69 MO48+$9J(!'A2@^IY99.Q[)XPFT]'3 MYX<1F;\? 38>3T>?YV)V1\;-K0L:MZC(?Y0?['&87&JN$ACJ&P?Z%_,Y?C=2X ME659=K?7[W8M(RZ74[X14F5-6#%E[I0G'+\:4Y6+]^IR MEJG&1G/$X !X_&'%1I$3=LVF39N.;0Z]1*"QRT1CXYED7Z&/00@QS@6ZE9#F M5HO[/(NXR3P)B823/S7LHP_-IY8#E];$46 -U/"^W9%9ME,E'Q, M5:)@N@JU;"3^GW+-_CWD;IW,3:^); >=CN5T[!X,4EL38QF!;#S#'#KDFD.' MQ-HI;E-=A9<(0[0,0Q3/,- A9R();'ISXM?R(Q[J01>$^$)I[>M8 ,#TI:% M*2<_6MWWQ K2R(A\B4QRTQS\I$<_9"QCXTUF 9>/FZ)U+#N&7?;MI.O]WK4B/O M)4(2+4,2/LD#7T?W).KPP%Y@OO(Q]AM DXG%-G]O]R(-^99)4QAQ M<:NZ]&5THF=%IX+>U6?0LN=B%QO)<;LO01A!!E'")'9Q<5W6,D#1LP)4P5IT MXXD4VR#VS%5]8E'*W(4OL8Y$RQ1%STI1!>A$0#@,R9 !IOI+A3O:-WVK8R2] M1*!RRD#EG(A!&:?DK!+LA(%C&;])N*HN5IF0'#S8/(EL@7,M8FQ)HIEG(_I4Q"1@I?]XM'1DSD""-N5CF? P77?"]DZVC/5:P;95G)"/)UR\NW3XFJQ73W,-FE;Y>WY7O<' MII<<$A+R)4BMZQX,\C+?/LY/E-AD.[+H92(LL,U9SZ7^@;X?2F$.ISH!Q2; M^(-_5!+ P04 " !G@V99L9Q9&9D% *&P & 'AL+W=O$'M9'?S7ZVDW\J^?.3B0:XI5>!7GA7R:K)6 M:G,QG'I/,_YX-8&3WQ]\8_=K93Z8SBXWY)XNJ/J^N1'Z;KJ/ MLF0Y+23C!1!T=36YAA=SC(U#9?&#T4?9N@8FE3O.'\S-'\NKB6<4T8RFRH0@ M^L^6SFF6F4A:Q\]=T,G^-XUC^_IW]$]5\CJ9.R+IG&=_LZ5:7TWB"5C2%2DS M]8T_?J:[A (3+^69K)X'C[6M'TU 6DK%\YVS5I"SHOY+?NT&HN4 _1$'M'- MQSK@G4,U?UU_A$L/G_\>+L 9^# [X@-X_?(-> E8 6[7O)2D6,K+J=(_9ERFZ2[P^SHP M&@F\H)MS@+VW 'G(M[C/W>X?:*K=8>6.N^Y3G>(^3[3/$U7Q\$B\>2D$+10@ M4E(E+VSYU %\>P"SG" [DAJ3T:J+7BZ1B2R>S5R]@Z+VS97>B8)U<\3Y7[(H^ MFQ.Y!KIJ(#47]&?)MB33R5NK6(<*JU!FS6]G$$*L*[9MIS.T0@%*X-ZJH]/? MZ_2=.K\0\4 5NJ')'HA+PI]WZXRV*L,G"IO M!-T0M@3TE]XZ)975R*'UID*OS_:DLBD/AI*B$/9T6XS"8$1UN%<=.E7?VWQ@;)K5 KU5)7;K*&-AI=Z"PJJ;#KC@81([UP]G18CC *[SF2O,W'] M_$NK)(H5]R"C&F= &&Z=\=59J6^JNMOD)L-Z)C#NZQU:8<^'R"X8>@UR/+?D M:O&,S\F=>[>>04^;Q0@E(V,)6S2$1RP;AS0X7")A)#75S>T0U$4AF,"&XS! MXSB6,7+'LFK'M,(,GI1FIXK63;KA&70#[3I->:GY!3;DR>#"FC >C'B0H/Y6 M:['R@]@;J4H#,N@FF18H2NID1*M@5OD6QN$@2OKZ+69!%,8C"32,@V[(]7>1 MWVJ?K%HMP,+A8($.K: ?C[0,L.$:=(/M$RM(D=*C= ZIA8/!B#I_[M].[8: MT(W +JAS4QO[B.PA@T1H1N)];Y]2.,08-#&VTZJUN*(C?6&4ZP]@7$; >F_Y[H&ZJK?.A&ZP+Q=.'-<^6 M5,A7+V($HW=5VZ>>[(?%TYX6_P^^HH:OZ !?ETMF'JKH^6B..F?ZY)^2#=/S MTYKZD*$1A%[29ZW%+DQTOSO2/Z*&MN@@;W M9*2900UAT3%'1SFZ'JRRK>=('P_FA.T@&7FCHAN.HF,XVMI-JQ;LF4D,N6EM M[BUVKN8>-8!%;L#^X!6[S*[+"U#M2%:=SBC/WGM.%*V;O]!W,NDZZLAOK83?VOO#C;'C<5W9&>6XY3 M1>OFW;0 ^*0M #YI"W"J:-W<6X^,#SPS/C05+<^)^U/195++FK9>5)BW1%^(MN&>%U-WZ2OMXYY&>QZ)^\5+?*+ZIWEW<<:5X7EVN*=$%,@;Z^Q773>GNQKP. MV;_^FOT#4$L#!!0 (&>#9EG(UXNRV (,T* 8 >&PO=V]R:W-H M965T&ULK991YLP%(7_BL6F:9/:8 @DT"5(:9HIE;HJ:KKN MV86;@ J8V4[2[=?/-I2%EJ97INDNPX9[#=Q)NN*,=90\\!A#H,4MS/C9B(8HS MT^1A#!GA/5I +J^L*,N(D%NV-GG!@$1:E*6FC?' S$B2&\%(GUNP8$0W(DUR M6##$-UE&V.]S2.EN;%C&TXF9!T+=<(,1@59PQ+$CV+!Y,ZL7:(D@YPG-$<, M5F-C8IU-+2W0%7<)[/C>&JDH]Y0^J,UE-#:P(H(40]$LB#QL80IIJIPDQZ_* MU*COJ83[ZR?W;SJ\#'-/.$QI^C.)1#PV/ -%L"*;5-S0W1RJ0*[R"VG^]2?: ME;6.8Z!PPP7-*K$DR)*\)+'ZHO8$UBO">Q*8'<5]"M!7P$%" M&!NR;SBP+1C!IP_6 ']M2W@DLT;>?IVW?S!O%92KH">H(QM2;J!MLRET5 ; MJ<[?!KB',;9&YG8_S9ME#4ZGYG3>P5D^;(AL1$Q9\@>B-M[2T-T#<;RAY?A# MYSERE\H&M5M3N^^F/D$)YYMV9/"Y)'LC#;J05? JML)#U,.:>GB0^IKFI]MNC7O0Z+V->R2S1F:OSNP=JW&] M;HW[9EF#TZ\Y_6,WKO_B,;%LS\6VZS\C[E#88+;POS<>/FKC5G8=F+M4-J'W M7M/6\9NW\NQ"WJ&R)#?W9@TUZ'TG;)WD'*6PDE+ <&TH/5LY.Y4;00H\?]U3(M848O8SEO E,%\OJ*4O&T41--/<$&?P%02P,$% @ 9X-F6;YG]CN%!0 M1A@ !@ !X;"]W;W)K)\YTN16I)9J? 2M%2%SCR[8"!J$K.QH=W]]6LG:0#GDF%V>2DDG'OL4"O2>I3F_[BV%6%T9!I\N:4;X)5O17/XR9T5&A+PL%@9?%93, MRJ L-2S3](R,)'EOT"_O/1:#/EN+- ,GI8X'X.LM(\?,07]%%G1,Q?/JL9!71L,R2S*:\X3EJ*#SZ]X-OHIQJ)*Q/>$OO&=[TA) M>6'L55WE4* HB/S9T2--4,#N]P_V+Z5X*>:% M<#IDZ8]D)I;7O:"'9G1.UJEX8F]?:2W(57Q3EO+R+WJKL68/3== <.X);!Y32C4I[:5Q$!!GT M"_:&"H66;.I+Z7X9+?U*3)5MSDLJXWQ!R9HK?F-:SN*UF81V8A8WN62Z6',7YC,Z ^*@[/NR(-Z0C MC2W6ARVW5B?AF*XND6U>(,NT'& ^P^/#;4C._QL] L^C[YEA-VO$+OGL WRC M%2V(2/(%HN^R0''*KZ 45R0.3*(*WA5?D2F][LF*QFFQH;W![[]AS_P#\O>4 M9-$IR> (3D>UEPFDRX72Q#Y[HAN9KBN8%RU":3%4R$%D4E,K:+:"D5'Q>R:<> M&IN!;9IFW]CLFMTYZ*^:?,%3JNK_GGMB1;GN7A?534Y@H\VWD,AT5YKHGZ(0TTS ,*J6.U);H,LRS4#33* PH'MPY+] M1K+?*7G"A!3,6J4+$NRW)F#[NN]IB@&4;0=:_J(V[IM!$-B:YC8L=((P@#4' MC>:@4 ,WQGE5&VK=+ ?U!JW!/]M.6S $ Q0#,&RZH)R"VS@$5IBIZ1@"(-_7MGK4!OF.H^WTN WRL'-@"V- SVZF9G4H? MY&M#*C,,ME=FJVQ\WBW+UV8V!'&FIV_)",*%@>-8FE((%P2^>V#SXIVV%'?V M'(\RJ7Q)"BI36[T.R<4,MATUT8GZCI.R12=EBT_%MI\2:YL2ZZCUAU9-;M@< MR7V7R1<^^:

(R?;U0[VS)%,Q2Q1WL+A3STK'U]0G#]))3P*]FG.I%QR(#%^Z M[H&UN6V'<6>/=Y01LR1="_!5YK9F_ZD5,*QEA7V4%0!9AQ7;?A1W-Z0_RA=Q M*KN*C7S@+&CC@G*%([867,BF0SZ N]:&TRZJN"ZH:,W'0#2\ST[#$-;MP7B M] ,G-%LEK(UT?":7>.A_QI(P_Y W'" _K21/ _%G MVY5BK](/(#UDF*]52'3MMZ.%G6V=O^\L% .I1LT4G9XE.Q[:=CVS'C[I99U;6[MLI%"9ZJ5/ >SX1_9:4 XJ-,
<&"G >"Z.HUMSXR[F^;GO* D3?Z1VW1!DAR= MJ75XCN0VS4CQ2@5Y22GB=+HN$I%07O:8JMX+\@[ZTVYSVR^, B;GNX,T#"[MGFX+Q!0<,F7;5./NKOK(G1D".
<8!=G2Y$,YT]5(303BY%0+B]A1'"!;[GFYIL M8^=<-*/%HCR0YK(*KW-1'7\U=YM#[YORJ%>[?XNOAABX'ZE#\O(<=DM?G;#? MDV*1Y!RE="Z',B]JF:&B.K2N+@1;E:>R+TP(EI5?EY3,:*$
\OE]77^C;/ M&^ ;7*T_5?+3>*\R+Y;YJB[*E5?EUZ].7I-?!1'BU!;86OQ?Y M?7WPL]=>RI>R_-I^>#=_=>*W+;Y=;99-)_+^[?Y[H)XJS+--W93+76'9@F6Q>O@_^[;KB(,"A'44H+L"U"C
N@JP70%F%H@Z M"@2[H%1@'85X+L"O&\-X:Y :-;0U4O1KL#6^^.'WMVZ9IHUV=EI5=Y[56LM MU=H?MO[=EI8>*59M*%XTE?QK(7KR^3}\F'RPOO8^J=OWW]0207WKL/
MWL7EQ_.O_WXVS3Y?/%7+_G'U;O+?WG/KSZ\OIJ^NTRF+[R1=W4Q]9X_>^$] M\XJ5=WE;;NIL-:]/QXUL5ZL^GNW:\.:A#;2C#9=EDRV 8N?N8N?ED1K=ELL]PLLB:?>Q^;V[QJVR;GH-MV[Z0
M"X07G@P>N?'XFC?9ET7NU?EL4\DE2BY#9"5W/S)>FNP;%"2A[5=JSO[GSA8- MG3HPQ1),L;1/7PBD&C7?1WO?1T[?;Y>KHW:?-F\G#[EYK;/M]B__UOZ<[YTM M-[37>=%L9!/:C _*_IBIF[6+P85;)
[K,*7M='5A^$E(=&/#A;.30>,,62/LU/ M,6L42&):/$SV\3!QQL,'Z>T%O#]X,[%Z8D2CB)BK F<%0UV)*99@BJ688N)H MVUK.C/?.C)W.3%9S8V?U/JOV>P$&^3@&;LJF6'KICLM184V MQ*8V
8E#'IA]-@4L"9UPQ_+8] (JED%5$UAJNN,5F2%N- .N0HXO/ 'L *WB M=W;.062;6((/(K@UM'(MY17I(&[4X5Z$'.]4S#W^.;&QOM=JWK;L M6H1@MC!%51-8:KKO%=4@;]SQPY<6$'L'S\S1A@I&4-
62X\U/42L46&IZ/"@P M0MQDY F?F;A;.GC>L$E'X G9"XH/435NT=* HC8L MXHS(M8)Y'P(,21!,*#46?@EJ^U)4-8&EID>+@DK4#95^3+2 00* *.('U+PI
MN1L\]*:$JI;TO(84M5:!I::'R$$^E!N5==%9&A47G+QZ1/H;P!J!>:3&?75 M@YV-J9;7N8 4M4J!I:9[6H$QZ@9C/3SM7FEXJ0??*&P6%_M1')NW 51XAJJ6 MHJH)+#4J/!0\HVYXAIR500$XQ8AU.T!-
Z4)52U#5TE[](;#JU&- <3_JYGY/ MD)U!;4P71LR*"TRH-D552WI=08I:I\!2T^-'84'JQH*N9RH4 FA^P(CI4M04 M+%2U!%4M1543Q_M7=ZKBD]3-)^VG)7 _;K-QLG]ILD(;4#WW3U]%1T N86*GP
M0"H4YT%D#37;;A018DZM@!6+:>1"1VI8!]UPS['TY+C/8I)N$7UZ!-2/3 Z@#PC8J8RNALY>&)%)7E]+B!% MK5)@]>EOQBA QQX)Z/!)K[LE@U^DL7E;Y)N^FJ+6F:"JI:AJ DM-CR.%[I@;
MW2%OQQC MGQS)G$W:>A,@]JGH*JE?;I#8%6I1X B<\Q-YIY@,\9L"!9&A)MA M@8KQ4-627E>0HM8IL-3TN#AX^?+Q"6K,2'!CDKD%6KM0UIA B<\Q W&I:V[I
MP0NJWJEK@&7'9@RUA2FJFL!2TQVO&!5[1.K:8:HW['*;KE 6^;%)--CQU#7 MQ!I$=FUAS"BW!A'0*O,QI ",1G*CSP[:KG>E(D/LCV2N'>]3U,PU9G.;@/KR M,F-N.@#(7.L81JB9:ZAJ DM-]
[V"6>Q/SEQCP+MGQ'Q=U]W(P>L3U-RU/A>0 MHE8IL-3TF%"3!X5N#\%#7BT1PCV+F,9T'-KF1V[&(<)/Q3 '+CNT8:@M3 M5#6!I:8[7N&LP(VS'D\ 3-SWD!-
#$)52U'5!):'D>*#W$W'WKD6[P<2"'B9OJ?N^K! M,P:F6M+G E+4*@66FN[I@\/7W4#H#[_%Z]8?/ _8N'::Q%;..&JE":I:BJHF ML-3T\%"0BS_IV>H;S G<5@UV*FI:% MJI:BJGC_:L[54Y/O3]
<,W3F&& #"QB7;>X<[7Q\]8"17D"A]][OK1'G5+##UU1A39\"BCA$_NK:@#++#BJ# MVL(454U@J>F.5T0N?.0165A4)@0HFWG$8K3
MA4_(Z=Q[,7=+!L\]W$T:/).@\CM4M;1/=PBL*O4(4%@N=&.Y)]B+A38!XS$U%W/N=@X."U2& MU^L*4M0Z!9::'A<*XH5NB.?:BX5 A23ZW,S^O*""7CT$$TT RZZM&&JF%JJ:P%)[?
QG)WJJ*F]O]AZ9<;[\3_DO9-.5R^^-MGLWSJC60?[\NR^;[A_9KYN+ MZNNVCK/_5!+ P04 " !G@V99KZ:\^M(" "O!P & 'AL+W=O;FM-V0,/$04\)7*VUHH M1':MZWP>8D+X.4($HPY1%-
M@>&BK74:UZZM[N#[Q&N^=885"0S2A_49!BT-4,YA#'.A2(0^5EA#^-8@:0; MCQ53JX]4PWOQAGY3Q"YCF1&./1K_B (1MK4K#0)8!5/4_'F-.;% M+ZPK6T.#>"."U&U\"4M:2I09]0BWS%:7J?
^())GW?7?BO0/WVW3H_X33Z:@S[0]]MW\&I^/. M1.H&KC_L=6[/X -,O3ZGRRX MHZD(.;AI@,%+O2[CJX,T-T%VS8- #[-SL(SW8!JFO<.?WF'YESP]*.\?EM\1 M)N6-O7+W>.>M \FPZANW"IZUCR>
(0/G2!= %>(+.'T(:!\BXO.7'!/+/*LS MXX+)) _Q[UJV5='LW796U:YZ1.;8U6;= M3E%L_UGORFY4-H^_F++5R>>%UC%(,2XDTCB_E"ZQLCV4$T&SHO[-]#5M!B& MLJ,B4P9R?T&IV$S4 76/=OX
4$L#!!0 (&>#9EES$>=L:@< #0A 8 M >&PO=V]R:W-H965T&ULM5K=P)N5D#G3<"O7$U5*SI]J M4)Y-B.=-)SE+B]'\O'JVD/-SL=596O"%1&JYTP^?^*9>+P8X='+@U_3]4:; M!Y/Y>*S*QJ:
97$;RE_5'O7R)AR M+\0/<_-S\5&@;%0S^// KGF5&$^#X8Z=TU'S3#-R_?M'^N3(>C+EG MBE^)[/%M"N/T?'E[>7OS]>;;[1)]_XRN+I=?T.=?OO^^1._NOEW> M7?]\>W/]'HW1W?(:O?OI/?
H)I06ZW8BM8D6BSB<:(!A%DWCWN4_UY\C YV;H MJRCT1J&;(N'\X?@)0$ _PDQ?\GXA3X9*7'Q'U/B#B$=^"Y^KMPZD##FW<22M] M=$#?%5,;M(+
<4&BK>&*\!1DGF4Z+=3UE4YUR=6;S7*W9MVLVZ7RF2A;SBQ'D MJ^+R@8_F__T/GGK_IYE](F4'3O ;]@N[?-O4'TRH:S5HXQYK4:;$O,P'\\B MWR?GDX=]^!:Q* J#L!$[!8TP)G="Z3_T-
&01'2"FD!52@619QF'!4[Q.:I MN8Y-&(\.8'#*)Y(V8&?IHV?ILX 7G-0&J>L+K1%@E@NI$[_K![8+*_5!7OA MPB2BG9CVA2(:V0,:-D!#]TR#^)E091PJ.>)/T-P4MP$,+0"]+D"+$"4#"*,& M8>1$N-
0B_C$VC29!L<@-P$$O1OWOPY3'906J5GH^7:8LP;FS GS$22(:44!%WKK%Z O'/@B["OM081UXP@+#M^=C930U"N>56Y^Y-,BMN:O$9 M#7O +6(X"H=0"7& M;??'SJ8Y_]Z4@;I?O!:S[7>
V.>I'0]G0MF0GR,)L4H=$ $2-MJR;N5MUD_G[VO-N5@??6/+(:T6_' MT\@+NYS7(C;VP8P!^D7:MDW(L2OA55HP6&^]7@*(DQ$<6P).I>W0$2T[(&YV ML&#/9J*9*2A6*RZ-
_;%0]D9*;)T>=Q/&_<6_:U%+&XB;-AP6AU2I+825&P-A MA9/#*D&914^59_#]\6IK]GK0(Y.2 8^K5@MO],9):07ITPIP;3@;Z'BDY17$ MS2L. 0&D:=@GQA42W2P7"ZN]?3)!@BX9M
C1H8)/6KY!W'SC"!L@DV-1%+M] MV,=4;RIY_L1EG*I*OA84I9&P11;//:J6=Z7H7C SI:=$/>.P5XV&N0;D25F M"FKV!%U"\HQIF*I:U!98UNWF'<_+3#SS@;K;WT48^)VUDDUHCUH>VM:2#?(*
MV8!LBM.296:I5.]RB9>JR]_&>8F%49 >=W3C^+OUIR4GQ$U.F@[9=L7]7FEK M,U9;+1L/49=B680P_0#"4=;;D+=W,08D?!85E$Q*04&?:C-,N3D@655 $T1
M!1]JF<9F9IKWUKUC"QDQ5*L[\>QRH3<;,*=E+=3-6JZL\#_8\".FT3U?IT5A M8F28&;0!D5C-ZK,3,J.T6Q(M8M2?^D-&M1R&NK<>CC2*FS6STQS+-D6 P^Z& MF$UL-
O,'Z##=.YMP'TXLMV69<5,8H$287;U,J*VLV7$ABG%MQRN'%*<]I?@W MB QMB0QE!1_>YWG91'NEO-(^!9EU@]\7(<' HH*V%(6^
MLO5QP+5V%OY38TYZWD$MW&>HR+:LAKI9C=7L5W<3W4J/-LQ"8X;BV=(8ZJ8Q M=P4TCBS]$P+XSAQGZ*+=YVAS]7U8'WIWGG_#957V WZJI_Y_@*Y/0,12PF!6H]#Z&X$]9 M']'7-
UJ4U2GWO=!:Y-7EAC-@VT8 WJ^$T"\WY@/-/TK_ P)02P,$% @ M9X-F6?G#AV#F @ 4PL !@ !X;"]W;W)KSG9 !,RCJ M^ *\V$[O\4E.XM/?$OK"8H0X>,U2S 9&S'G>,TT6QBB#[):D"(LK*T(SR,64
MKDV64P0C!66IZ5A6V\Q@@HKW&]86-.B3@J<)1@L*6)%ED+X-44JV \,V=@N/ MR3KFU*O!#\3M&5[8R S M>2;D14[FT<"PY(90BD(N':#XVZ![E*;22&SC=^5IU"$EN#_>N4]4[B*79\O0
M/4E_)1&/!T;' !%:P2+ECV0[0U4^+>D7DI2I7[MM:V6 <*"<9)5L-A!EN#R M'[Y6]V$/L$\!3@4XQX!W G KP&T*>!7@-05:%=![J"K0KH-T4\"O ;WJ7.A70 M:1JA6P%=50[E\U,/?P0Y#/J4;
&5:N&F!ZJ"%"V>>8)EK2\Y%5<3P?%@= =_MAH$%HNJ]P2$"HX2%*6$%1> &/"U'X/KJ$[@""08_8E(PB"/6-[F(+1W,L(HS M+.,X)^*XX(%@'C,PQA&*-/SL/-\]PYLBYSIQ9Y?
XT#EKN$3Y+7"MS\"Q'$^S MG_OS^-<"G\5'Y_$'2 5NG\3'S3?O:O!)\\WK\&GSS>OPV?_=^?F[FGGZ>WB*[;7W15=OE1P!"'#T-T@XS@XP>[;7W15=864:7-!M? MTFQR2;/I)'_MRW93?
&W7"68@12L1RKKU12=!RQ:NG'"2J_/]F7#1 M+:AA++I>1*5 7%\1PG<3&:#NHX, 4$L#!!0 (&>#9ED >H^K0P((H& M 8 >&PO=V]R:W-H965T&ULG95-CYLP$$#_BD6EGG8#
M(5]M"DC)ME5SV"I*MNW9P0-8:VQJF[#[[VL;0M,J8:59(66)MIC+W524!$Y=4,C\,@KE?8LJ] M)'}K6YE$HM:,ZOQ0@Q+.=;$CL!58(&*3:$K"Y'>$! M&+,@H_&[8WK]EC;Q?'RB?
W6UFUH.6,+\HT47L?? 0@0S73.]$\PVZ>F:6 MEPJFW!4U;>SDHX?26FE1=LG&H*2\O>.7[AS.$@SG1 M% V2-MK0[,"5ZK*-'.7VI>RU-$^IR=/)QAPO 8F>)"4YV@E)>8YF&/7*O*U
MV<'&^6E'6[>T\ IM@AX%UX5"7S@!\F^^;\QZO?"DMPX'@7NH1F@2W*$P"*<# MO$E?[L3Q)E=XE\]\0X=7M.&$'BFI,;M4=0N=7H;:[V:I*IQ"]D/0X$\@I>\ M?
S>>!Y\&E*>]\G2(GNQ]!F@<'&;WXW-MM"BTO\?0YBO"5]R&F6^Y+7JWQ=K)UI4KML< MA#:]RPT+\[, :0/,\TP(?9K8#?K?3_('4$L#!!0 (&>#9EF9;W*+"0, M 'H& 9 >&PO=V]R:W-H965T$
^N^4UC6">_JJU+<.11%!C4[S M+##M+&Z%,LEK$M1NW6MB.M#)XX\!W32/-9.K(4JD'CE37@L%PF5[.+]3S$QX ?"G?^8 S!R<;:NS#Y7"R3+ A" MC9("@^#7%]J1ZT#$,OX,G,F8,@ /QP_L'Z-
W]K(1'J^M_JD*JI?)>0(%EJ+3 M]-7N/N'@YS3P2:M]?,*NC\WS!&3GR38#F!4TRO1O<3^_D67/PZVKCR?$=^/V8SYYF_CA-J(L+WPJ)RX0OOD>WQ63U\L7L++L\(G(^ MBIP?8W_F"QS%/JYL-
H4#XS<.=5<@?*O1B18[4M+#9R.M:ZT3A 6\HAKAY8OS M/,\NKVW3"K./L]GE:U >]$A,Z30;SQQG4+9:;'T90BKGL RF[;5'F2/ADVG M-
$&H.2B#"!$+T)90N*Z*0GEIM^CV@/>2RQ&-1"#+M:2Y0!T8WM3 ?J2*I2\% M!SAHL%"2_?L0RZ3HHM\"6J9'PZT);E6@VF"EC%&F FY=+N;V+)QL L'L MX!)JX3GKU@83ON,+(@PI$=SQ O1YP)+
['L64X7R%DS4((E5&<3]KN3O1A&V; MHN/NPAF#ZN&T8MPX\=05"OV$::3K5 QNA.'S#!PQEE#6#\&B+"<@"BYX%:YM M\#")04[PH3!6BE:1T%-X[:F! _V@05?%KN=99V>H;PWCZMA8K_I^\B^\
[\I? MA./J3]*"Q9&@V?7N:@.L[73\AV\;NLK'$O2H.:_XYH L!O%]:/MYA$A*,OYO5 M7U!+ P04 " !G@V990ACZRW<& "##P &0 'AL+W=O()5T1!/-?:^.M)%4+S M?C[W>46U]#/;D,%,:5TM S[=:NX;1[*
(FVH]7RX6;^>U5&9R3TTD_*!65>"!^9-8^\<>GXGJR8$*D*0^,(/%O31]):PB* MC:\=YF0PR1MW?_?H/T??X4LF/7VT^D]5A.IZ'!;GZASI\+QLNM M]O&OV*2U9["8MS[8NMN,
[UJ9]%\^=W'8V7"Y>&7#LMNPC+R3H&>#MEV<1[^RHE[>[7HJ_;C,?'%3Q]R&'$][Y83RNE/>^D3E=3U *GMR:)C=OOCM] MN_APA.WYP/;\&/I_S&:OM:HO! FIUVYFX=\KDJI%:
M2,"L>*VG#EHZBGM;DY,+Z!EA![@-9I$@Y(/HG$6Y/QT;Q ,>9V7-0F+SJ]J MI:43 PN5PZ@RQJXEE[P7V3;2I]""=0 #:NC: ;#PU3A% K.,D=-K"P!B5"'+\C7@02 M/,5N&*#"@VPS#H20!1*$O5A?
*@,#BF-G1=EB/9JP2\@<7UNT>1 Y@%0A P*8 MM\X!7&\1V *IW W:1NF! 4*V,JI$G#"Q8Y U+%U>16Z[FZE$WV?22*EN"Z9$ MSX%[\IH0/\HANQAUWCA\@%+@I3S8!<4BQGT\. *^8-
S+#5RN9):_1/]F[%* M(9?.\&'BM6T124[AC@^Y;%1@<%E@#\(R9@WL2>A3H2M=912,/HQIO3$40.S MS!UP,E-:L4 C*9" =9$A<59([UL711 J&6(ZNZIZ]WE0\8=!]Z3&~ .;
MG"5>MEHGF6H*5.SR']5:S2QS6 M6L=[1Q XS@+%'MN?:?N189,051=2Q']-IH6T[F7=R\@&V,'XGUMH'Y>$]D^ M/L>-.W(*/KL6JW.LGJDI M5B03;(YU*.3V5:(9:86YY&8N?36-?P4W
:AP[)^X0#ZA<4-CPA.P8YFB*IG! MRVCOE%S)>6+)]9V5+8U9IF>T_C[/74=)@X@56L=>*X]5B;AH0F_I6OHS?FQ(MHZO4Z4H4!?&EE2X0SECQ$!L/GS=\V12GBY,O"_W_P%&6
M,)#RQZ;WM=YH::*./-'3W@D$L_'\J9QM5Y5HVDRKG)L 6O>:76 ;N$_8LB16 M4SRILS >79Z/2JUE9KN#:RKXNA4(I[1 CXC]MK^=Y-R)69+.G M %X)^1-O =!,?-I;)!37];[%@H3
MKP]. *OG&JI^Y62=KEFQ_EG2I4479'G*]) #5ME&F;XX^\?;QJ92,)"8O8@/ M5T/60B\XN=B4;S#J9X+SCR^XZ'3IC32,#B_V_2P&I>GY^EG MZ58*Q:*IQ-;%[0-W%)&6E_PBVB<^LS
8\VN+/"J]DO0"FI1*ZB*)*2+/E:)>GH),Z>BR/:V:W: MV@=P!B01SP 3 "..:Y]=O7P#,C$1*]LE37B1R"#0:W5] W6C,VXUU7_Q:J2"^ MUI7Q[P[7(32O3TY\L5:U]&/;*
. .+*VK98"O;G7B&Z=D29/JZF0VF;P\]:4V MA^ ?TK./[OU;VX9*&_71"= _6M73;:U79S;O#6Z<*=7ZX /3Z, ;>1*S57X MW'QT\.TD2REUK8S7U@BGEN\.KZ:OK\]P/ WXAU8;W_LL<"<+:
[_@EP_EN\) M*J0J5024(.!?O;I1586"0(U_19F'>4FX>]+*17-[;Z;UV&];O# MRT-1JJ5LJW!G-W]5<3_G**PE:>_8L-CSTX/1='Z8.LX&32HM>' \FNT0V_"
MY63/A%F<,"..]>2'2\@<9Y/NWSFZ$P]$@#3_05FDV**<-.F4>'/RJ85YX/V=G M"+L4<[TR>]D+:8*X*@K;FJ#-2GRTE2ZT\F]/ JR'LTZ**/N:9<_VR'XE?K8F MK+VX-;4JA_-/0,^L["PI>SU[4N!<-6-
Q.AF)V61V]H2\T[SY4Y)WND?>CEV* M_[U:^. +/^W:\,L[VRW/ R@U[Z1A7IW"!'BE;M7A__](?IR\F;)[0]RJ> M/27]WW35T))/QZ(GWO?$RTY\DVST::U$8>NF4D&E=H450M0@ \B@(P; MD"'-
]D]_N)Q-+]YXL=1&FD++2O@@@X+8# _#0.AJ\5=()A4@2/ZA'U0OEQ.F4 ML' J8$FQ4#"V-20=1&XJ.G\]B8N_8+$ MJH5K4>/I.:-]+*ZEUQU(F@9,!#*0%?@-DA-W$AK9%QJ0$8.RNEZMU7\EZ!
MQ91!<8UT[!24Y$H8K7@C*V64DU6UQ5]4@U+[-G/@4 TH\.(H;N,O5U=YEK+#XP8FVC#0H# M^;4TD+7PYQ$M*W0ZZB/%4FHW=';GM!1)8_%K QZBA6 DI*(N8,+:*<7;AF@7-7,Q1] <
MG;B!*V]$-=>*EB'F"[T14>-E 2)Y(A4RQ?S3M*HDC<-?-S4\K0(X"K M>>>.QQ@R/V8'[)1P;>%?GO_CU?PZ"1B+SYZ IR"2:EH&H<.$Q;K&);X10(P8 MI 0=MNP*LE$D!-^+:;1?+;^HWMIH
^DAW361JC $Y'()V(^A@4Y'BJQQEXPG M[U6$6Z7E0E==1BBU+RKK6T=;!+W0+KAR;T[OZ6 Z+XB6_TX+H-!]NF(8&P_B MRY9(JAM'9]"+?
#-51%:XC+F@8)"$M"#F%LZ6\,TZWMF&XO;O19$RF&Y@#W, M,D[=0]FMRE%65)%]?4<_]JKGN8#TBIDG@OOWL$JF8"JZT/@V(B[3CR"HPBV*X'#U9&E,*Z P4+7\"A,@P\/8
MMK<1H2B'4TC0P'4(!L2Y2U; /B!N #4D9]V*XAWONJKQ-6D!0PR\!2"6&< MW0,G0@,'0)MS"4N.-.F!"(LU@U;=PSFNH:4*$*=!3$R_-1XA UD&5=-?%#@4 OUT?
T*R8CX.^*Z17XN]*_.;"W8^(%A]FBVHXP\;603N]EU<;$7<')D5@..-T?I M#$(I3$#XKB26#SMK-=S1KFTST^_*@&8'TX_%C?3K$?T5M\ 3H%@.I3MP.G@(M35C@[Y]VJ$$_J-[$5*>
.5PX1E>!JU=KL%:E81C"]5ZE2H)("FP(0%@!>BOP M=<"ZDFK95Q/@@"ULQPDHPF#P&NNY%IQ%2"+4@"*"54'?@]<4Z!IU"?K#QS)>H=+3-2>;. MQ)-U6(+. O7!$0VPK8?EH2X2=
[=H$*G(^F%Y>HP*O1Z>FY^%FZ+XK=T3L1 M[8J3NAOINY$1<;A./RP(20Y\@H1;]D7HS1F)SX9H?QX&I3:>X 7(LMGU-.-UC.%5),#Z&%& EGL (&I]#+@\]F ^!F-OYX8S"0
M&J9$&$&,QA5#I'>BYB52V&APA(;0;>N6BUA+X8"A[-0:>V;WG!Z03_&I-=%; MD%.*+TC$ROEH>W(\\O#=/AUPHQN%AQR?8CTII[%H!MJ&J-KM0=S]*\,..P. M> 12?CYZ)]4P'3Z)]"===0-
U'[8AXHY MX(9Z@> T 64QBY[?X.Q1WZ*[%*&L@(FZB"*$701R,):7SE;<5+"UQJ2QLK:D MC(+M*UV0B _'P'.F,;1P++T]+IR,L[V>SUL6 UN/QT//1I%"(3)"H4D.$DP;6
MC(^6'KC_S]V.7,\+4/I46^R,]'-3&&0#'U3C7XLC_4* GN",Y38I3A8^ K[E M/)M-] 9&/QP.L*%N N+"+BJ]BB"*F$[2:"K,S548'\:-%YRXFN 4Q4.NW!! MQ4V!)+9S4$HE>Y9^0R%Z!&+Z%H!)T-1V
H/HSUL0DGPSsY1PT!37'QA\$+, M/X &+ID/9_H]FX4U0,7JZXHC(SB"9G(1#ZE M(X [<2':#9?K 0J/R85LB!A@Y$(A.DKJTT2%GYG,>A*O8(@RZ4;[/ ("V_2Q M3_6@0E]0J19I)\88GP=[004P>#*NL
D#0 T54^PPME !K(*Y9;9D0#:4%:H]DL"^NB+>.L!4&\2E4 !*"",.:\V+[M-,]'Z"V+[MMR3?LBSDH-A2SZ+T]=,"=MZ-9) ME<<2RAFH681IJ4[$1(^"_2//M@T>$Q%!GP_ZB1?
@_)L*#,8*U#0M];\V4+U(MPUA+YXL]"[#]_SV]6M^5"HM])H-S<9%ZP:755M #;JE65(,2EM>1&^HZ21_; M:MQ]CMT1I_H-V:[[@JU0[HSX9H?QX&I3:>X 7(LMGU-.-UC.%5),#Z&%& EGL (&I]#+@\]F ^!F-OYX8S"0
M&J9$&$&,QA5#I'>BYB52V&APA(;0;>N6BUA+X8"A[-0:>V;WG!Z03_&I-=%; MD%.*+TC$ROEH>W(\\O#=/AUPHQN%AQR?8CTII[%H!MJ&J-KM0=S]*\,..P. M> 12?CYZ)]4P'3Z)]"===0-
U'[8AXHY MX(9Z@> T 64QBY[?X.Q1WZ*[%*&L@(FZB"*$701R,):7SE;<5+"UQJ2QLK:D MC(+M*UV0B _'P'.F,;1P++T]+IR,L[V>SUL6 UN/QT//1I%"(3)"H4D.$DP;6
MC(^6'KC_S]V.7,\+4/I46^R,]'-3&&0#'U3C7XLC_4* GN",Y38I3A8^ K[E M/)M-] 9&/QP.L*%N N+"+BJ]BB"*F$[2:"K,S548'\:-%YRXFN 4Q4.NW!! MQ4V!)+9S4$HE>Y9^0R%Z!&+Z%H!)T-1V
H/HSUL0DGPSsY1PT!37'QA\$+, M/X &+ID/9_H]FX4U0,7JZXHC(SB"9G(1#ZE M(X [<2':#9?K 0J/R85LB!A@Y$(A.DKJTT2%GYG,>A*O8(@RZ4;[/ ("V_2Q M3_6@0E]0J19I)\88GP=[004P>#*NL
D#0 T54^PPME !K(*Y9;9D0#:4%:H]DL"^NB+>.L!4&\2E4 !*"",.:\V+[M-,]'Z"V+[MMR3?LBSDH-A2SZ+T]=,"=MZ-9) ME<<2RAFH681IJ4[$1(^"_2//M@T>$Q%!GP_ZB1?
@_)L*#,8*U#0M];\V4+U(MPUA+YXL]"[#]_SV]6M^5"HM])H-S<9%ZP:755M #;JE65(,2EM>1&^HZ21_; M:MQ]CMT11_H-V:[[@JU0[H5MPMPJ;'X05?DKF_Q;B*OKL/1%5*Q
MB0)PA^,.+$+] N4*S;VP?]'J6SR6^V1![JH\])VPP.<-8G;\UAJL&YAZ-M3I MX;Y/<@X9A8"/Y3E4AFA';*_L@<:/$,WE7CN-?B>D-1O2RYH9;R]DRC9GU*4L M8BU#7""[X>HK5A$CUA/YZ4$MVX-
9!FD?BXPLH8%8"N8^<.)00>>?9YUCN1 MW;DO1,4[A:]TZ>$FA!+*!.=J:0S@-Y<#\4U"1Z$MC[_;0#PL4!COB1[:.I. MP> 0O4\7$# ,*VHB_(T]IJIB"GQX2S-P=MK;$=F8E)* M79#LHU$R-
A)R#%;;G8#H;F0@YS(D>&0\+](WP_3XAIO)OHAH4:@NKUP:!=<$#=+&Q>'7Q^SB($P=D;<7XVFLQ> M/C&>J>!B.KJ\!?3Z=GH\.+\8-XG'CS[3TY?PH"IF,ZP#S&:3HD"3B] UOF9N(I]E-2P6E@$
M(<$DGD.2N3OC]5H9>'@KF,,_ %VIP47&1V<-?"[BX?,62I\5/O^+LQL\=,7P MP$Y".VA;<& +E2:L>$*1@PR+O"55>%'OO[5U PYUO?S:.G'=>BR+/8IVH6T\ M-M81 [/)=#:X&?
[;K]=S_+%W*T+'/(9?QOM480Z**!F';7*5L@2/455Q$90 M% .:>L:'>E:[/US*:;>7;A0=CQAL1RBH&>"T5VT,E."=25@JZ5HQ:/-EU8C'& M\M\1=#AP45*?HL'##NDO%YGXF'#P?
^UW\)&U)A]X8NL^W^)2*Y,HXULV2DF MXIAO,7!GG@DQUOEV"T4W+9!&0=2Z)>N&D#2JSGJWQ'PU5PX!,H2AZ^2#'QQ$4HC+V:SY\P7<' MQT!F8JY6%"UW^2KMZ)-M8#NSR\F+W/KY4*-
_XJ[!@#PZ]DU9P _YPC"=AV$I M/ 5BQQB2$H_JKA7ID,!7F_&ZJ5[CBE:^=8/!.I:9_)FD[D^:S' 8],KAM=5<^^"E+V0PP8(^^OQQA !9D(LIM?C=)5[B>ZRCU^%-#=S\- [LGHWD-0
M9HTD5L8*G&XOAW"K!LT4OG8>7'"%".QNEQM)5XOYA2@^C44<+E(YD@ YBNV= M;\1;?.=9G##>U1 K_Z% V?5JYTGOC5Q,\3>,;TM80*_G)N?YE>;K_B- MWFXXOQ?]L\3ZP(M*+6'J9'QQ?
B@A0W!UO1QK230$ Z WY<6 M#C'Q"RZ07_A^__)02P,$% @ 9X-F61".]OQ?! &@H !D !X;"]W M;W)K&ULE59+C^,V#+[G5Q#98CL+&(M>]Y1C)^ M3KN' 08[N]M#T8-
B,XDPLN25Y&337U]23MQ,)Y.VA\0217[D1U&4+C?&/KL5 MHH_3[P)VXS(7#6Z-^DX5?774G72AP(6KE/YO- MK[CC,V2\W"@7_F'3Z]8UX[;\J=,?*65B79^=F#L, _HQ5PA/&%>6^DENLN^
M)VA6Z.<[F]L&)GT#9@H/1ON5@X^ZP.*E?9]":N-*]W'=I"H.4Y"'B#-_ ^Z34Z3]7D701W./<@= $?O]?2;P^8P^_7<^-5EPZ(0[O&[NS]NV047YQ@D+4,LE/H_WVG3L-D/3B*!%]6 M"
NCZ)1*O83*FK4L2%R0IE1@%N!)X=:4E=#;GQW58 OB6I!>YTQJ4C2UH_2Z M#W!=&NOEUGB0I?/PBS7.0:VI?:@=75+;>"U5/+\7TL(WH6KL4#%X+.=HVXKH M/!QS?]ZY7J+.MP MJ./YHCB2+
(T&Z9!'8_X_@PF9-O)LFG;N,-]13P+UP?^AGL11-DAX,'U!GN7# M^!3[<32)1V0VH(#2F,F,H^EX>HI^DDZC9)+!."6;C!/ DC3YMPRD\3C*4HXR M)6O.P"@)*>"%49:%RMP57J
POGBC (!2@%8HM8656"/DU)/X+-?!NV>M+13$ MUW$])R,HFZ9E+"ATK@?78>%UN4%T6/T$7L#TT.]&^A4(\('G@@NWB0_67+, M26P&O9@ZN%)\&5'5"_VJY"OC)
]5O4/*,$W;31B"].PQ9.B"2O/UV&WHA"2HK*6Y)Z;.H J(W>R8+RJ.QE*/[VI(+ M2P<;7V:EC5-Z!F,%4/(9">US>4!S* L('D9&54$2(\OJ\AC&;_ M0F[HYG[E7F@OW%QOA DUVO-
3LJ7>L_=L$V+Y%FXDT5;O^Y\?26",,5/=[0 ML@*M+XSQ^PD[:)^#L[\ 4$L#!!0 (&>#9EE9 +(DK04 +L. 9 M>&PO=V]R:W-H965TG_MV=.3_5E9XQ?]\]-2K/ > MW>?RSM"JWUA)98'*2JW
X/*L>$6<7XY9W@M\D;BVK6?@2!9:?^/%A_2L.V! MF&/BV(*@OT>\PCQG0P3CH;;9;5RR8OMY:_W&QTZQ+(3%*YW_+5.7G76/NY#B M4E2Y^ZC7?V =SX3M)3JW A?6078T[4)26:>+6ID0%%*%?
_&]YJ&E<#SXB4)< M*\0>=W#D45X+)\Y/C5Z#86FRQ@\^5*]-X*3BI-P[0[N2]-SYC9 &OHB\0M!+ MN)%*J$2*'#XHZTQ%[8M[VG?DB,7[26WT,AB-?V)T!K=:NE2/"L2]UAT3QB]_SMF^%T/R<]5]-
T[-&#T.> M].! . LRCUY&6G 90FED@O0D'"2ZRE-8('5M@M1T*3@-U(DY".I#:VG6: .E MD'Z#&%=VB08$Y%(L9"[=!J1B66U2-/DFB(C0QPMT:T1%36"^D:%2&<'360I"
MU6O#2M&AH8X17HOM)0G9HUB0>LQE(,HREXE8Y.BW*N6D6L&JDD'&X$,EN2I\ M2)452P()#%BY4K)):DJ!U^L=!48H7 +D6(/+M)4LD^1YYL(ED^(JBR1P<,(ME%;$3F4,.Z6YPBQJ0)84#@-
+%FCJ@BR(*<-.F#5AM\A2OYLV]0ME94IM"?%B M\U)P!"%M%;Y8T+QN0Z4HETW>Y2[O/;A&^AZD;(QL<-Z)8'9.&KRJ<0N5-LF4 M:",R:Z2N+(3X.",.DTS)APJ#-"E61?:$D.3FB$B*+[*I.!:VH3+5JR
QAL2.7&20UJHR5-H1H M#F_?',?Q] 3^Q$?,83B'STJD7^F#058>%L_OB-M*'W^]M4MLZUHXTL#*8BO M$N==MI!"RH7H*S"E)553'D%%9G5Q(!-V4+-%$BVR>GO0XCG\M8_G!R!*NQID
MQ.:D*BO:7F[@+PY7K Z@SOD7=!+70-&7:PX*'6,Y6!B^$BJUBQ3> MR1[V(@JF++5A JFO":BC+<*C]'8$>N)H:+X/E;BKFI:C3*(1)LF(#6_;#WRN M1JG"R%SH6'WKD2-@-.%"'@P.<=.J/@!FX#
MAS<5>8'?8!H-QS/Z]Y"')[NGSN?>?0]6^A&-\K@MQQ=HV J/HO%LUBA\THXF M2K+GM_;P5#2 \(G9F9UW+E:HDDW;4QO8<30YFK8 7FD:_X8)3'%Q$-_T.(IG MP]=$-
)U$TWBR%U)Q"&VC,AS'%%N\I_/#B-U1/1Q/HAG!VD5R3<>&D,2A3^+H ME4F,Q]%H>CB+O\3T/@ZKN/!430=CU_FNF%D MJ[$+[]#HM-^Z4!1H5O[:9,&?
(\+=HGG;W,PNPH5D)QZN=43XB@X0D..25 >] MHTD73+@JA873I;^>T+2DRXY_S.AVB88%:'^IJ?'K!3MH[JOG_P%02P,$% M @ 9X-F6:N;#S2C @ _04 !D
!X;"]W;W)KLUK53;BMLP$'W/5PAW*2V$^!([MR:!9+>EA2X-N[1]*'V0[7$L5I9<2=[L M_GU'LN.FD T4^F+=SCES1O+,\B#5@RX!#'FJN- KKS2F7OB^SDJHJ!{)&@2>
M%%)5U.!2[7U=*Z"Y(U74"6^]=='L[M5[*QG F8*>(;[J*JN:%WW+AC^]+8#7^]K.D>[L%\K7<*5WZODK,*A&92$ 7%RMN$BVUL\0[PC<%! MG\R

M5T:3L^Q<+)RMRKBZHWAMJSRK&6'47*=:$BYV;8@6"LG@6>%-_^9&_*-)S]HE M2N#1U:W?@[@H5$:6$;Y.@S(@FRQ/L;0J\?%R)#*Y\;6'ATG5%X^H:W/Q12TT=2EVX)& P/ #EOQJQ#_MBGE! M;7&4M!<+, AF2;"==+BV#M_H$&>THD>+3^[5.Q?KI89W)142;$W+['RN'->- M.7PBV]^(Z7#8'V(K!8+[$NQRL .Z80L;&5"]_+@DZU<%Q\@#VY -Q48 M?I0 Z%D07J45DE K#VI+YR2!@&W+RJ5H:NJ9JFI?48SJGBI?S7SJ=,DN.QK6 M_KY62HD!'E>&T$(R>*!:8^4M2@O>4:V,*8=-V@8A":B(0:2P;H=$K 4Z%F08 M--.FYCWUV!=C2"FG&?,V;:9QHA))+#0<$8TV? V/L'DI'4_QWB3E\D+I5%DG[\))%K#'W6WE?2I&I_^'D6 MVQ/4.\P<@C%&/>:$;*?!CO^<+'@V$VP@>=&;G:*&/HH1,@<GD*M."3*?TMP]$ M&=71>JVZAA1Z&XFK[^-!-]N\.\"T$7WQ)XZ1V-]]Q4'S4:)3B/> *UK('$$: MDIX))P92R=3G-@XL]4GL**F-^!)O*H^PE&4>%2 %(H7Z=AE(!XHQ[-3#. I M$R,1]YXVM/M-<>[BU>^_?TP(5A[E6!C]@_9%F2$JLFQGK8MH7;%^<]AP9DU M;U7.6%K:4[!<,1AMRFVK](Y[3;&^NNCO4;#[;#\YXFC3=%!DD(KCE4?+Z_C! MV;:'D_:=F33P;ET"46W<5=#OV>P5Y:9] EIC0TR'FVY\0"+R%GLQF^L1(X(U M@9G; 6D'+@8O#@:@'LT.7LR=+;81YDD-F^WBU<'R!;PP+8>7$[3K4/Y]TPK M)9+X&9W#I-Q2?]I<K7"2Y&+N,1 MID0:H2!SIL_%13(9C9.;J^N]M0=!<5ASIK%HE$RGU\EX/-Y;=&S"H@&3/1RK+LR0 QM7&"^MZQS NDWA&03H$F_G!'-V>!*!C](+*W+5FI]\%%F MW+]L7$GH2:38&S'L3[9)$*UU;J5MY=MGP*QNZTD4<2"[R^K1/LLT&25S%G]+ MYLL2)X:\[50R3:_ 9-%,YCPZ\-V:WXN)08O81J0.P; _W86@E7!S3): YN6$ MHYF/P%I1S2ESF<:2^A()KY*;"7+UXN8[.3CICU[-P>?^8OZXWIT YN09EE=I M/?X^#^NP/^YVH:T#T:9=XD*<+P*>6P6C^ [.U&>3]IIZQZBL&0"[^5UH4_FZ M)Z$C#8>CE@;UA .?WIK3'.>?&X&:?7QN,O9@O)82*:64V>Z2U1@H4KIX?U%#SJ^VK;NV MI*4RB4V(=+9O/UJK60(BF>7+%L3>9AL:P^PLUXN(0D\)K&1J.!LPW3J9C%) M2=? JO#YH=^XB>46J"&@)YY\ TK.;O/TI@^\:&FI!]:KV Q%XBL7OQ1L?[L(K M>$=WDFV(FF#584ZY^&O))[N&7,FQ7/$-6/7U#X]*"U1"O%/QBR86E!81SXW;J2;;%5D.1 KG:/XQ0K$%!]*S?^C"? M#Z\:10;L$_ M1X&^/C[RC;I]M?H=["U]VXO$G+)P=%F 4.#G'TB%Z72^>%YLOP9;\4\$, MAF +_KA4FG ;R?6QN:+[3!]K>YA_\#4$L#!!0 (&>#9EFBXOPW&Q$ M "0R 9 >&PO=V]R:W-H965T-/%URI9WJEWCU.Y:)>]F'U)Y &= $O;,8': D MJ/NZE"OU2;E?R_L*WRX:*:G.56&U*42EEF\&MY.7 M[^8TG@?\3:LGV_DL:"<+8[[0EP_IF\&8%%*92AQ)D/CO4=VI+"-!4./W('/0 M+$D3NY^C]!]X[]C+0EIU9[+?=.K6;P8W Y&JI:PS]V">_E>% 5R2O,1DEO\5 M3W[LY70@DMHZDX?)T"#7A?]??@UVZ$RX&1^8, T3IJRW7XBU?"^=?/NZ,D^B MHM&01A]XJSP;RNF"#N63J_"KQCSW[L]DN7:PLK.O+QP$TN.+)$Q^YR=/#TQ^ M(7XRA5M;\7V1JK0__P**-.I,HS;OID<%?E+E2,S&O$$=3^=']Y,V:W:YMDQM:5$G^_75A7 2+_V&<%O\A_R+D-B]M*1/U M9@"_L*IZ5(.W?_G3Y&K\ZL@6YLT6YL>D/W= QR??C$37!#\JX->*7]:*'I>R MV(C,/S++I4X4VRB3"U-)9ZJ-X%T)78C?= ;LK9PIAN*]RN23A,U]"HEI"A, MD<@BP>-%IKQ <>]PQE_^=#.=CE_=K95U1>W$0UUX%?B'R:NS$:L"H^6:E-!% MDM4IM"C+RGS5<#F5;<3-9#@>CQ$ "L<+V-]K6GU)$8OT74LZ6TS63LM,.%7E MV(Z87$U%[M'YI-U:S,02[G^^4; (2ZJL+8<64%!L\)5.40Q_K+^*!#+FU' MXF<%"=@K;%-2L5&)6A?ZG2@7T+&7E2#G7GL#_6)' M) @ AG5\!D46J..M%SH3+L-+0(1\". G M@54CLXT$K_R<9%P,I%MU-@YG2$_S[!.9JH4QV,>=4KZ(X9F").TUM@_,)!: M'IH8RXHGV%&F6"U81F(W.J?9RJ-O&0P5SWO4 V)B ._FG&",=#^S-AFL..BUEEZCLS#-O([W56#P+,UD0WK%91)8FH.$]*LJ]*PGG?8 M(,.SKBHHN-AT#Q":94!J2I#8MQXC*E&VL7AWX<:>#!:'M.H"4BI52ITR['D[M6+VBTTEW\>%Q0:#DP\BQ;N+1E$+<2'PHQ&U9Z8R!,_SICD&*MJ0+:"_%)/@, M?*5@M3R\R##]JUJ7)'0D/M;5#@(3-E$\8K>NE(\F!2)2]$-%66(/-OWFOQ.3 M$9;76<;9&G._$[/1+#X9$@)*Q4D\V_R?*S&+2HQ'EUM*3$97AY3X5)= /%D% MD6]"5>>Q[E82GDZ[^DK9/H+(O M3TXU(<+4%N/MV4D(_G<9X*(1[;U"??%=J2>W[!4G'QL=/VZ9>Q>$%N::OAA. M;J9T>./A?#(]^2'LZKZBW5*(@OH-FH:B@+$N+V><+2;35R>_&#)FYK'>E7HJ MNVRE_A@B'O+XR1VY9>%>=E0-CYK B&'#(U$3\H>S*Q(_&\7T?:,5 M,KM\T6SB9U.<[U%KVX+MY,DE;8O_&U]W;=!=F_2[&4YF5_3A:GAS*9&"U% $$UA(G6PO.+D4LB+<(,D'K,/X(G1(_^0\&$X+7?(7X^/GW+ M8;PTDG1R1[IR..84D9-]&[I"P9.UVTKC.Z? 7!4*S>^O3V38T*8COXTY/SJ MR,P^&J?3!H+>_G]@RGS>@RV/!A1A3ZY9$%/R6T=R6TMP:K:-%VD6 MF5[Q@6+3?1Q!H+-SQ MPYZ.)RSAM(']&4[A\HX/O(%_7B):'$]OQ+3R8R^XL/PQ?4+ <4Y?KL4,!S?W M7V[P93(;^R\O\&4ZIF&@/4CE2_B1F%X-YYAS'CP>E#JX+VR[98CY=#@97XG9 M-8(?L0F0C-KYU UQ8&"G.,KA#.N-D)D+([X6YR?7P^OJ:PBB"59=^,;JE ML HR(F"$ZAV0N^$W.$FB9]/JUULA9Z MUWF(=[$F="A;F93)GZMT0MME>!Y,C9Y3[NPBEQNQH$B6UHF/+OU$#[*&;>]< M-T6J5*EG93JPS&<&\C/CK5[93)$!6@#*75'\$*GQRB'_T4 MBZP^6WN4J=D;AE"D5A51#C9K?<*(,FPS,2SZB?L-Q)Z49?>$/-1O#&$IA"L M\T5=V4!?O6F82G'(;Q"1*G @4S;A3BY^QA@^&F7/1I-&-AY$$BL^FP5ONE$3 M"07Y,2NB)T()ZN5\FZ =:C0J$R]6OO0'H%$!O%EF#]5]L849T\EB >"@394 M,09D^EKH?3O$K76U/6+ZG-D!D4O QZ[@M,\>P;,6BS[B<5[S:3U&@;7KE:H M+)5^C![!2E@_=]8YT/] K7Y]1F5VKGQA%B-V132N"D"Q3KK6G[U1Y JX8<%X M#*2+ M[HX0&S5:(L0RM<;#6+J1 HDL-2(P%^J^C(B]A2009B\[I[F9*5;G3(.ZY.S9 M2-;7N.D,V([!O'IDK% Z0!9G,O]S^!Y\DO)5L4*DB85E0\]&XK;!9[89"MUK M.=# Q[#L+BPH=D$!ZI8$*CP_BH^4];> *T[9WF)5"7B_82SRB\1M%R[RMK; M;HZ5ZEA),>]\8CPMI-4HP6\/1?R^)FM.%L$Q^C&>X!B#YT,1R!\2GPW(&4< M-.?0=? D8;$CV0JF"3ZX*N:M[3B/Q?5YFAO.UN(W0[_?;>@6W:H?+=C@GCR] M)]*#I9P20S8W/[+PI<"/7.Q1K6*J'KA(TEL8R6Z2NH<7HGGJ%]@/'PDDC;O M);&4W:_(2,S'D],O9X">? =TTHO:E[W'L#N[ZE+%= T/DVH6ZH)$3,]AD3"6-!ZFNA +W MU-0H#'RR!!SEU[[1_$2H@$0N05;AGHCL"O&)"*C.-;=3Y JV6!$PRE8CT=W' M5@\K9%8R >J99.UI42Z_>G[; ' 6Z-N5W)"$KJHC\4.OG?%'JY^~6^02^9Y5 MXGJ@NP.?,L8[K9=QF[FWNQZTH3>58M^LS-6.,I>'E'E ;)<5;'T'KN];US2O M<;^0/&=' ^UXYM1:Y-SP,GW&4B 1Y)X.Q6]XNZ (),!'OM.G,2B<6"R [.HV:@\ [*C/[0^Q/8?VB7J*\\S2(;\9\#HN-TX;Z-%.2#$D_ M@7MTZ0(-7V5F0?5\9R-\!$-AZ\5G'!1IW2C1@+SMHR>&K)T;IX3/B['1VXJD M#8.ZNR;)_HKL3IBC[4K? %@.J1#TY$&3DQ7>M39Q0M)#!Q:WW"B&N9:^"H46 MW9UQ3JNN)1EHZ,FSE\<6 7O!(.TR'Y*DJ,Q&9OB5Z=:.*>*I])7P#)?P4)(' M%4T+%YOM4R!=[:K7]1HF'"'Y,A2XF-S>CO7AR"_;S0"VS? 5A6U$S@%<=KB5C_'266]=!F\OXV> MCE/?9W_v;;>@#VQ*)2C C/66LAKTBQJAU"S3]HL?5"F^V(B>U2@9TVJG,T)T MP#T1(TAZ.Y#M#KKQ'71C;>HL#5V)ABR&ZP:R4H4C*^IXM49K7XVOAHAQ_C&C MB[.P3")1N.,[8C %HBEJ!^R'U2'6)L,5,Q;SY22B%)2!SZZ, 16K!%UGZNU: M(%44;!@[C(]X3;S^Z5[S0+=6[[Y7<]>1=X'1%<6N7^]29"1^ MA-T+;*&7RGY"H;1[C4-"[Z5;&RMN/PPI(XV0B?P3I*&M;)<%P>U)>+QYFMN5 MRV38[SF(E]SPRVH+9'&$]\+H9G9(+V!DZ?D+13'! B&E3T$_+]:Q@T9U'!C3'X=?;B:3@ZEM1_L#9;'DPK&HI$^X3YX%6"* M\TI1V<'WR:'!YA'>FD1FUL0N%<&JH(MCKOEZ+:TX'>)#],:X3/M6PN1FC,)B M$_N0L>6@ELO N]-0?.W=EV@NEE52MTY M13?]#;C8A1J^"04+E%,U61>',#N MN;(K<"1;K:D67&7J/$7UP%:C$)T: #P^\SF>C5(D;R0W=8K$ _ M3E*SW,8KV]WSY?@7_&I/W_&;PG]DD[T\'65W [W7\##E NS9^2), DY;+%.. ML)TD85^*4WW6QH=N$/#V&F(1G1%AC&I^%*8I_,UC$X;B<'38L((V0>.(NDF MD-C_JL[\ZRE^8?)I@8EKR<.RB6C,UX/"[8\(30Y!?@K IM\AY(W'*-S]JK.YQ2?..SURXK:,U$TZ?$ M>2Z_,&\.]T6QYTX9_) B?@L=5@R4TJMDVK_=DG0YTWXC\%N5J4^@C 0*'=2W M2F5&QPONDA/'[."37-JU_BUB/;\FYJD+=2UQ&KO4TC4A? MGQ$S%0VNOE#%!U &6@BQ['_/J98N_FN=KX^+;%-TFY%$2UH-Q* 420/39*F MZ=IYK0F1$N=(V;*+UH4A.*?+G[BMMCGJU'$D)$3I_IE X H+(DKM' MULT3QV,$]"=%'FBWK#-$"6J>6=Y84Q1%P=HVM)9A@7!R"!I5F_VJ/@NV?C_: MNY.W -VO\1G'8 @,>6WJL)^#0;%)D.&-R.,F^G\(9>&H]YE1K:B7'V=Q*809 M9(G65,_>L&W5+ ^TZ1Q*R58#M])O@0Q;Q1+W:YX[^XH5N1D^WZ<0 9ZU*:V M67OYU < &[%QED;2]J5X>X]>5W# <+3LQU,0W8H(>?"LJ>D _E-[*&YJAQ0\4 M.AOQ,7&&ZE9?LW[DZY"';D']OE-0=WL[N]>QJ=--M9)%Z*V! M(0[N'CY:WVVEJSKKHDE[-EL>KO/;)L%(?/^5NG&:>H*6))+L#M^0O;811V&Z M:]G7'&U>G?![',U[&?RB\^8^R/F*_SZ!>53A_$O\S=/F3R!N_9O_[7# _]Q_ M<1ZP<- EIHY'UY<#_X9> _.),R7\'L# .E0! 7"N)&IL&X/>E03$5OM "S1^& MO/T74$L#!!0 (&>#9EEC5.'C2 L & C 9 >&PO=V]R:W-H965T MVOW^ ,D!0ERXJ=-.C+ H;%RYDSY* =VT@OUZ7Z5'V$ MT.SS,B^J5\.%UJNST],J78@EK)QR)0J\F95JR35NU:RT6BQ!,[-HF9\&GC<^ M77)9#,]? FF=7ZOQE6>M<%N)*L:I>+KG:7(J\7+\:^L/VP;6<+S0].#U_N>)S M<2/TA]65PMUIQR632U%4LBR8$K-7PPO_[#(D>D/PAQ3KJG?-2)-I67ZBF]^R M5T./!!*Y2#5QX/BX%:]%GA,CB/%GPW/8;4D+^]YOB[7_Q"-/A'Q2\N\,O_9VM*&HR%+ZTJ7RV8Q)%C*PG[RSXT= M>@L2[YX%0;,@,'+;C8R4/W/-SU^J"NQ3I_? MZ#+]=)O3+VNES"UQ4G<[T\U>!.-*=IP^G2<@KNX31AOY>%7E3L39&);'?] M*:J$1 M:T2Z#HPQOQ,IE(\]A@1>$1_B-.E5'AM_H/GX+KD2CZA7? %F:72C% MB[DPU_^ZF%9: 2;_/J2\Y1T>YDVA"I>#1$;E5"W8GC^XP_^V'MQ1/*P MDSP\QOU13CK.:>*R^YBQ]PMA'O!BPQ:\8GI=,O%G+?6&R2*%A1 ^;)7SHCIC M&K2!YX_9&TOP6T=P!0*'83F'40$$7!=90Q]XA^E=]A;AR]=<915+><'*(M^P MJ6!S>$=#SAJ8L&?T_L&X$@$#EC %26BRGX-7BBCDL M=**)[R23,:L((15;"R48O^4RY]-<,&0^-JMUK1IY*M>8]J@-(W!MEN%*;TU(MN_OQ"^A3+I>P;7%^CG*RJ&KJM:E758,MTR13ED.J VD9!{)/GC-?(M"?!8BAOC&>3B2L!D[)^\])%8F5]I$D;P=,$V@BMC@!3!*8M:%G.CD!:%>5=! MDKDL"GK>9V&L@_\2B1- R[*&A$ #STG.F8&"4&3_5F]=:KS*JN@6%0:0C9" M_"S2QDF-L0 894*0P'%@2RH1?([*"?3_R#%DUA$E\D*%C& WMWZ)ZA: F'T M.)/@IDMH#U.D_2 @N:36@O1!=M="(>D"#2P7%<+ZKG[6*7 GSX!V8]NJ;@SO MLG?[)@WQWXG#R(G]8!=O9GFCA V*]ZWC5ZJ\E1DHC><6#0Z-M68[EG1ZD=J8 M=D5J50XKRH*\)V<2V^R]@Q!:R51W;VPH'GA1%Q+XA*M.24]+NR+72&N^!L!0 M0RQ7>;D1 EPZ:]M<4$(#1>BIS.:(S,[.&9MN#L+EKN?.LK-6)B2!(*TLDI[74"Q9$ M["G)TM^&G,%GFJ !N'11AST+MJ2ZF!O%$*M$9 VQX+>$+)+)8+4+R1W=V!+Q M771NHFZ-EF#,ZIZ MY+<3JA9D+UE9_UWY;0;M5!IY#RXJ[3.F)4Y>D)BWKY((?^\ M5%(8'QFHI:EE3V1($MIXJK+FAZ^,!\X&[Q? PX4X#PMZ2,OTG@V=FW[*N8;J MN4W_^#?:7@VN4;NY(F FWNQXCP:U.V1K",YR2>A]>A M&R:#-Y]1*B3!X1GS0V<21>PY6=*=) /TUC,AM7DWCF,G1'VQXWC[@^LF^) ?J MMQ\YWFCL),9L"3A"EJC;TMCH\,+$\^[L/;8C6)V<9#8L:B?(U7, M*<9D@;R(R21M @UPG"*O[5:RQFT$"=$3IWV^1N9[PCPW0E^?YWCD?LG#LK!3 MF''P%'OMY;ORB];: [2C.!BVT^G9NG_5,.+BF+IFT;%W)KE 7(-(^ABZ0-S#, M;1_L$0Q(XY'/3@PVHC&B(YE,G E:R;$;4GP%0 R>>E[BC".'D.\F\[,K$ZSPQH38 M";8)@L@9A3X]FPPLZ<@L2@R6$/1CSQD%)-TH8H'O^AX>^N'8"<80WG/#R: ' MP2VHR)7K1ND3WEC%9&FVGZ5[I:3M "PV1F0I@@]I/XDIAMOX;L.ZH"RWM%Q. M]-N'O$XL3*(S%7TES"2<;[XV?4->LF[2XK81<;5/4 M-2>**3-GGY*^6CNYQ2%?43 M.TC_)LG]V/7W1/?A[#NR/\JT#Y?\XOY)9-M&UP4I-2\0]O>HTMN@+JA([[5U M;8=@D11,M@HZ;+V0*'&]/LMP36WCUFUL>P!^%\7;5B!PHXGM69K[#9<4K'2BAE^[X: M;&OZ&Z,;F-V6,)G,J2HF)IZ>LF3D1B/V=' MJT\G,\(J,KN@MIN? M(A 3'U0=)[31@E$[871_#NA[$?T+MB29I)8=Z-A(D6=F+O6#%]WG];:SMD7^ MHFGHL.*#:;+["#>C8G5? G\Z>-5/O]$!=/]\W9HH^,3*BZ',(5I"%K"(-MA5+=$ M*).?A&YH5U2?'C9]6CSM8-$UNW3]:K7-,8_MF+]8U+M.K1?1M'D_F:V:XRKK MCJYS@[0?]X)S*$U^92CPJ?B4 ,7Q%1>38$)QH_,+/VS]O'S]L4A5@?R5@OI M)]W5-R1G[TYN1HG];JD9=OYB1L9L3LFK*'>3\H$\;+GUE6_+^3US]#9N/_P] M<8L04GAS+'MI%\5N(_%_(?OB7G? &$SFQZ2'KM\#_0C#3&SG$32@X4-!']ME MM A3X5\$>(*W&2,>WSKMP?K#M[5(GAL<%NK1@;-3 M^'5]C>^.DK9U>=,$7%.*KVJ5+NA,U1R^[1^+XJ%1^OXQ])N;JZLVLAOQG&-' MT0N>T>B33#!")+T3U)UZU7R_D/4/IJE!(+3^#4?3I.-W/YI&JW7L/)HRVX./ MHTG2-$='^?_3Z0.GTU$XP0Q[Y&R:_.VB1^W[WV$BEW-)67Y;O.B+G%4;&@^ MGRKK^8(._.IE; <,=)4"AB$#3K$Z;PQ1M%< D074$?Y /"1L51E+.P?(/U7W M&!!!?U=B0O_#)88H25-NB1:USIK^<#_ZB$YT)E5%IP2;=E$YFZ'&]PYA54L* M&!^CO%=+"CDEIS5:WGI%GO6WFD#RSIM]XJUU.H>'%,)=KBA)$-^BU.1!!86W M7P5T)EV6BNP*7& BC=!L>O2=/1V;/< XA%V3-W8BC!*"3?L&%F93ZM=[06MS MHDE3DG@6%08SU:]_I=KT$MHO%S>7S9X[V%%U3JW-14JE%'RIES11_?; MC?YW$78R[I2]YP2_/S8#VWRURC?MF'R9U^/G)A?S6Q);>_/? F=*U2:"FETAJ6>&T=#"Z7V1I#9EG)P%N10! $$P M 9 >&PO=V]R:W-H965T@M*E$ MKJ(HDKK[5B5IO1LGV5U'M)-4I?(SH DUC.860 CFOGZ] 7 S,A#RG;RDI M_K2K$U=:)7.:5!8GL\QDJ24VAR^?DG?O;.O7U:-+[11[ZQP35E*N[U51;5Y M=3@]C%_3)_?3FD" MC?B;5AO7^2QP*XNJ^HA_O.U?'4Y0(U6HS*,("?\\]#M5%"@)]/@M"#U,:^+$ M[N'8I<+653^/MJ\T<5-G2.\K*]&Q MYV>'(FN% Y:=@B,Z$]\F.",,P849Z\T*DY??2R]# M-/Q 6Z79H)PVZ)6YM_"KAGG^]9R](:JEF.N5T4N=2>/%3995C?':K,2[JM"9 M5DX9K9CF6OQ4V7\VHDW)E=Y?_X)D)SGTD6l;\=[M!^2=)CN MT*FEQ(=3]>Q#'"TUYH?$W8I:MJZ;(<45, M:8A7L-ZOC>&408#%U:4Q8%L110Z*0JM8!4A2$1228@N_? [P+&/)X$ZU97U K2*8/XSZ%& I*3E_,T=_:X6@ 3P^?0\FN?&;#&% M B8P#GD)IX*:$!^RKH'SY *"8M5HCE9@AE)A+H#?:2Y^(&Q+U]>UPYUS#]N5 M-G>P@9R2"1DRQO+-_"Z%,D7BT,P/=2Y]AP!NYA_2I "9'Y(#!B7<5O!/FO_# MS?PV"ACO(=_S1+[G>UGS@R/H*HC%$A4=XMVODT#P9=)D>X5M?B&(&;5(2]IO M&0[DIT!*KL,KZ,-2? E2=M=$/TD%55@>ZQ#*4RR7$?PA/!![2=(F69DP[IP+D M"RT7NM!>]U&Y=EE1N<;2%D$O] VNW)G3^;8WG1=$[W^E!5#H+EV12HP#\7E# M1-F.HX00#BO@0O)O,-\2GS$49T0(@&'&_M%4)TRK7,=M8O-EI0:0]E@OXQTQG MU0-4DRH?)445V=>U%/B@79H+T58P^X4 ^Q9F"U-9#_RX)=DYY"/ B8'I 7@ MO90BF$3+RGGA.I5@W"'@-J8+S#4&@(0-@XQ:%M[AZM/2^(+M(07:Q-T3>&M@R M)!SY:3C OGRV@"H'=&WJBBVRAB1:65*;' =0A(J#:'O9>,0MP!=V,>J&S1HX MKVNZ=<0]$B-F6E@J(IPK',_%@(cR*4L.J<)!,LC6'#3J -,!UM+9' /L 4?HQ/P]R$$[94]7+]_V8(9 M_OY^P'+T@^I,C.4E>-#Z8T07H'.U!@<7&H9AA#^H6 2KX/; ;LK"/@"X EH M1<8'LU]/@#:WX $KH':&P6LLPQO %X&?@ [PR204B_BWYU(0T: &668A"]1Q+U2CG U@30 ;$^$3>E/!LX!86,+?@>= 9EX Q$+*,N11G?788G=0 MIGC3>''?&/$?!7L9 *4^!D*%W%%JRP,"S,M1]?4A6,66U8(;F) [*FIJ6SU M20RN(HP#64+>B9F6]D-IZ;%_0ISV-IY2#"H=+-P8?9^6AV/3UX M[,"ST>3LC/I[\)Z4S0C=CT6-!JV0=K)C%ZC ^6AZ>84*7(I.3_%GH"_2@%_ MM3?@? Y+VHV*/SO'@0V7#4&Q_@YC!B"W;D:X=&;"/.^X&*&': CHP6^9JX3MS M1N*#H9P]![W:]L-X/D[%[:IZ4-:0,3^;3A$,F27;=C7A6@T#NP 6AI2-L0VX M?8!00*V/(4*.'3B2PZ(S_2 3>Z47A* M=I%UHG(:3UV0\R"^ASV(N^]J/<0]GJ5H*5 PY'#P_IB*E-?PNL"0T):<0;36. M>!=/IV2$))ZV$[X-F;4:8)F1=9UBJ?KO8%P#V6' 9?? R="Q;>KB?350GH6 MLOS]OZE+PD/A[C &#BZ]4^-%Y,+0>Z8OA!Q%:K%[^#\@'VYD!3OJ$T*V!%C M"#,2/;_#V:.N8X<4H32)Q5861(AJX0EG>$2Q5<'-L:K4F$575953BL5R0&>$ M-&P"!7YG5X? BW='2L17#^]FL==;+5K#1. M.U$RV@V7ZP *VSV9K(F?8.1"(3IRZC<&A9^8S'H2O6&(,O<'^WP&!+;IYS[5 MO5/6@FK7P'XAQKBGT DJ@,'>N,)F(@#5%\ST_=A"!? DPZWG76%.1] [DQO$N M=I-M%/85WH%?9 OM$LSSB&BHM5!|)(-=<46\=80M78C/?0%("":.:C$I@#I%[7<$I@6#9^)\0RZA5(@K1%VP 7 +LCN25W327MQ-=F; M=WZ&9?\""5^\ Z#-U[#3P6NIKQ6"[0*=47V#Y03N 3*NC.VLLJP,URL4,6"C M)ISTU8@(PW^G5N+9T6NPR62:++%ZNY)5R MO4N5AFIGU3M<\#IR0VU@4D8[8]]P!S1^ %K)=]II M](V0UFQ()TNFWIV0R9N4VIU?0=F":1=+#*R MA :&RYB$P8G'4=IX\"SXI"="FN$F(QUF*!2EC0U&U(180IG@3"6M ?2FPBRL M2? @M'6)> . #Y4B$S?90U.K$P;[X'VZT8-A>,*@S+.ICNF4(DI(X!6EF6@+ MU6J0/!!R\^-9FH.WI#6Y8]#ZHGA_T&CD' MU!K%3NC!AZ*:"R^GHZO)<3*=2H)/+\X-YEWBP*$,Y MO8 !4$&=88=H-)N<'[PIZZ+:*A7DI/11PXE37%^/IN<3<0E#SZX.0,!L7(.O\3-R$#E=L)2XJ!"'!)!R(HKE;XW6:3'LK@LY3END3)|&,\\!; MH#$5NUU\9RL#GS,^T \6"O\CV>(-U(@K_/Y'V ">3D/X8N>GZ;69F'B$BA-6 M/"%+)(#5\))*X6#7/S5E#8"S7OS26'';.#P_.!1M?5,IO.5"C,XFTYDXP@FA MS?2G7VIG^&,Z!@WG9)(9?AOM4(0Z7]!F#D7=5L@L9X-UX*NDKP3F;LJ;7I>*HPB-P*Q8Y;$O<:@% 7K6* MJBM<+%!5N$E+A(AGI4^>[^"I*.>38;@G2\\VJ E.F/8E&Z4D13S#5X:X,\[L MR$5\G8VBZP9(+2/J_TSWMEI!4BXTI]-T(1B8$.H>^P>!*':=%:7 MRZ6F-RL/>'F$JVL+^ZF0Q[=(#0Z9+"ZWQSRAC!B,;AM+&ZXMXZ%QRA4;5J M48DO/C"S+((M^!")22I9AO;.;HG;P;D[O]4O<#HD^F@NFC:1YY9]P-Z/0$(IYN M"/2PQELC?@9B(PY'ZAY]Q6.$0WR&EP\P]F;^X? 97Y0=]F*N5I1 MM-RG>^NC]U4-VYE=39ZE'MG;$OT3=@T&Y-&AS\T"OD^W\[%Q $OA<1GO&B!I M\JCV#I\.,?R. (#0$.I?[W6OB.#7=MJ>^IZ7W519]:5[J/#(Z+1GH6Y-"(M\E:2SL7A#<.%4@PTMJD+[?WC M'H9.O?(BM>;B&X]0W!.I:9?(FEH7Z2S*C:)$KAM=%,SC$J]7%3UKB(*8\IY\ M^Y5W0PP8(^VOPQA !8D(DINO1R*\6WA[Q:./POH]N=^('=DM(]^E%DCB>7A MA$!7]7VX%;VN$[_QZ%V.A@ALGU+4DBZETPM(/BT&'"YB.1(.0I]L"_$6WAD M0%['S)$X8[ZJ/E?]3H S5OR>=5]V8X.GM.CU-.IX?>*=OT_OX&WX5W@[GQ_4_ M2:P/G"C4$]9.QI?GA\+R>W7^PU#9EF$&F&PO=V]R:W-H M965T0UF%D4#>)T MNAC,@J:N+2(4J9*4G?S]7%*R\]AC9"/Q<>^YYXB'I&8[I>]-!6#)0RVDF0>5 MM),%^X)9O*NL&HL6LH1M8@OW1W&CL10-*R6N0ABM) M-*SGP7ER=E&X>]_P#X>==>=8F3LE*]7O7^;N72'\HI:NIAIM2/:12.::WBI M/AO)<>D696DUSG+,LXMEMQA$K>,]59:+C?D1@G..!CRZ8ZN M!)C/L\AB89<>L;[(156*=[UA?I4< E-"Y#AR24U%Q"R[QO6O MEF^I &F-'[P%%.69A6[^D+2CQ0]+NZN K)7 '>X^H74^(8U66UIBAZ2X>5^3 M9'N2O@&O2.HGDGY>0Z.TZ^VXK;@D%LNMJ*"2 >F.+EM1?"A+!3[I/*W=BAJ< M5SM)^B1CJ04\4NS 88V"177+3N0,5OQ5K-K=LRUP],M+C#R5JKFERJ MNFGML.0^ >=^^H,2RB]T"QK/?;*L*$KUUE5UC<%+]]@[^=Y;%"1=-0AEQYE M_1Z7-L_$E'LQYDE,A2S("D ?"+^8B]E%;YTG:OI9E!&NND&2]-/4G#I38. M\A%OXU:46!#7WO(O>T9GHQ=>'+D#SYUZV>B'W*)!X(5,GBZH[HTY..'29]D M7TF!ADM/C\2WDJ-IQTDX&1?HX3S,QL6H6P35.(W&&2O.3C$@(4GJ3!ZF<3&Z MKANA'@%ZG*;5K,(;DC2X-N.O;$/\ =W=:\/H\%=PWEV&3^'=+\4WJC<&ULE55-;]LX M$+W[5Q#]HIL @B71^G)J&W"2MMM#@*!.VT/1 RV-92(4J9*4W>ROWZ'D:!VL MXT4/DLCAO#?S1N1PME?ZT6P!+/E5"VGFWM;:YBH(3+&%FIFO;D#BRD;IFEF< MZBHPC096=J!:!#0,TZ!F7'J+66>[UXN9;JW@&NXU,6U=,_UT#4+MYU[D/1L^ M\VIKG2%8S!I6P0KLE^9>XRP86$I>@S1<2:)A, _>6T=5U[P[AZ\<]N9H3)R2 MM5*/;O*IG'NA2P@$%-8Q,/SLX :$<$28QL\#IS>$=,#C\3/[ATXI:EDS S=* M?..EWU_PL.>A+'5RAANC?9][X)1BQ:8U5] ..\YK+_LE^' M.AP!\O 5 #T :)=W'ZC+\I99MIAIM2?:>2.;&W12.S0FQZ7[*2NK<94CSB[N MF'X$R]8"R J*5G/+P9"+!VC[["-R5W2MJM(>]E">5+ M?("Y#0G2YP2OZ5G"%31C,@E]0D,:G^&+#((G'=_D%;Y/<@?&XK:RQB>WL+:$ MR9*_]ER^W1<@N_+M;$:-\V/4T7H8)2G8[B#=&4:5L#&RYK$BCU8Z76)@2 MXW'A@EMTN%%UP^33GP8WY9"*&5(9CRX1$?5&BRSN23+6FG+_X82D<:2CUH9 M0UJ)_41TU@K$.&FL%"O00\[8W1W*OS5:%F!+)Z.3.0/ MDOM)%N(WQ>?MFYQ&]-W!FHYNE&Z49A90)^Z-(UR:^Q"'(IJ3"Y*12V>@TVCT M9;P:DTKM0$NWJUY $C_)$Q)'B(@<(O%3FHP>E&7B=+TPCRBF_H0F;I2YIP7) M$=K;XRD=W4)QD!YUTB>_(ST*_7@2N<'TA7AG3)SZC, #U.$33 A&CHQF3_- MIN?D1W3J1WE,,HJ8V!7 66CT?Q6@8>;'U&5)$>TJD$9="=Q"&L?DU"$*CGI@ M#;KJ.KTAA6JE[=OA8!TNDV7?0_]U[V\BK&?%I2$"-@@-QUGB$=UW]WYB5=-U MU+6RV)^[X18O1-#. =&ULG59=C]HX%'WG M5UCIJFJEB'P0/@>0@%FTE7:DV6':/JSVP2078DUBI[8SE'^_UTX(Z8A2T1=B MAWO./>=>? V1Z$/)%I0":?,\SKF9.JG4Q\3P5IY!3U14%\/O)PR[LRG]MVCG$]%J3/&X5$25>8YE<DVG;_ABD2G[2PY5['#HD+A46N0U&!7DC%=/^KVN0PLP M\G\""&M :'57B:S*>ZKI?"K%@4@3C6QF8*U:-(ICW#1EHR7^RQ"GVQ*)/E" MLQ*(V}$UXY3'C&;D$U=:EEA]KAHS&IP7U^S+BCW\"?N8/ BN M4T7^Y DD/^(]5-K(#4]RE^%5P@T47=+S71+Z872%K]?8[UF^WJ_MWS,59T*5 M%A3Y=[%%^]AB_KODN:*,+E.:7311!8UAYN V42!?P9F_?Q<,_+LK@J-&<'2- M?;[!79F4F>W60BG

]E">D+\9W;,:8;B'X :%PFAFK3;R\D3Q*64C. _)DBJF M+GF[FOVRM^<4R$YDN+T-\\YD?+494P:2RC@|$FT6$+$0LZ 8KTX3NRVW>%00 MC1PKD1>4'|^_&X7!\ Y]G>UE+7MYRUXKF:'"4^)D<&L,3CKKJ'S!\W9=8A;R!QFX033&IW4>WIU' MG<_=39?LQ2M(;G4KXZ\JPRFXYT:C<0-X%AHW;_PF;YWAQ!*A&W,F7;26>R! MQ\=VIK:PD=L? #EH"5T)B&4T!$]A>U#<8N>$XN,71H,\.POX;2_DEM0TDB$+T M%K[!]K3K%Y*YU('4=\=HZRSDWN(ZR8&MHF|&YL81FYO<+F+OU7IP'>COG|; MJ8? N>#B^I=1!.';#X+9:A_[0'431KVO=5.2$.-N[=!!ZK4LL!FW5[4BL2BY MKNZSYFWS-;"H+L%S>{#1Q@07?,ZY(!CN$^MUAWR&RNIZKB1:%O1*W0%,%:XACW(-A,+E25/DIOV[T?)CINX5QE13W]=9 275-[("@3<[J4IJT%1[7U<*:.Z"2NY'03#T M2|J$MYBYLXU:S&1M.!.P443794G5RPJX/,R]T#L>/+!]8>R!OYA5=],-`^] MC4++[U!R5H+03 JB8#?WEN%T%5M_Y_"=P4&?[(G-))7RT1J?|\KD76$' (3,6 M@>+R!&O@W *AC-\MIM=1VL#3_1'[@\L=3:?2#*>B.;W;A4732*8\(696L4WC*,XMEEJD:N-,;7T)? M;+$_|YH#D3OR? U4\E\%O,93%EQ<0ZTJPEY2>_3B:QD[7! !2,7VO8.8X$ M)O;3WCLF\$C6&B'T-<'2&9A3!++UO86L-<)^;RU+RT;;ED9"!9Q:T!0$6)C1_MY(J,^LDDQG72#Y-1[P'U4I45SCN')YQ#56G%)?UP'.-W.!SVFK<:|R&9Q$GO MBH2#?C*:(:$8]$?#,3E7+_^DZTI0>S=;;)ZU,$T#=]?~%HV7?O7O9E]!U3M MF="$PPY#@YM1XA'5S)/&,+)R/9Q*@Q/!:0L&!N UMAN M3W</)'^_U6UC(! KVI>X;W7]5'&JNC/=''OE3;1 UO&1IKF;=C=;%U6"@X@UF M3/5%@3GMK(3,F*:I7]4(9$EUBA+![[K#@<9XWEW/K5K]W(^%:5.>8[W$E29 M94R^WF JMK.NU]TM//#U1IN%P7Q:L#4^HOY>W$N:#1J4A&>8*RYRD+B:=:`^] MJYO(G+<'_N6X50=C,)$LA?AD)I^36='A> (=^.V.G6)9.X4*D/NBN LJ)KEB9Z@>Q_0?K>"S!6*3* B5M?=;M H49EP]+;+;F!AD/*^^[*7.PT<,_-K_M!PK1Y;E)Z;9?"K%%J0Y36AF8$.UUD2. MY^9'>=22=C2G9? E"9!G7E&6MX.*)+5-4E!.!)F2S/XAKE)L*Q7\'90)W(M<; M!7_G"2;']@-BU-#R=[1N_%; 1RSZ$+@.^*X?MN %39B!Q0O?PR,Q)V6*(%;P M6!9%BB9DEL(-2UD>(SS;"F!Y M_T!B5|SBO!5]I+F<8$M(!O!4I:S-?VZ"W/ MK?$7)%VH@-Z)4=%Y= M=JK 89$RI?B*QQ6A8_A#U,ZU4JA59Y_&_<@R!&FJ]"=6O5(9S^8T_ [^Q/'& M/@T(,/3|SB[Q|])$JU\M?? Q5|L+DS8&P_DL MS-'/= 21),FB*\B[YVA]3:#>X,O,F'9CSLZS,&A;|-O[`C!T R&SG@\]ORP MK0R3'GLFZ#5"PE4L2N),CK#SU]$7]5WXH_XT8=9[;C^BQ1-$B>;"V&-HE!E< MO"*3I*H3!WV_!%[0C]Z N_TAM/2&L.D-X?_K#0NF-G!+PG^O&Z3UGVKQP_4 M?6Q6 M"55CALL3RN M*]]OBJE2T@=,PO"H .UI+5FNF'U6=!Y.&A:(I29Q5Z'C2[QA.2G>Y*:"%,N4 MK^T/2D$?*WKH-CVK3=E1H^SHP]J^+36E'^ZHZK(R@^L\+TEGMH'#/7NM7@#? MZ7>7;9?<,:VW.N-===(MC_+?L0@7 M37.Z)(5%0ZNS:&(V(^KIHW (OA>8*0VX%:3"4U\ MUQQ[HKL;V8JZ'2A=R2;?MV7RWS79$DW;Q(1^H[G#B$8T16%BDHK*TMS4_MJ#1Q]$%,H_7CWE[YA<|QU"!LR=?LCDHBLGL?51(O"/DF70M.#UPXWI!\% M2G.]E="Z-W$.&C^1YG_!U!+ P04 " !G@V99E]6VKRT& 7$0 &0 M 'AL+W=O=78)3+V#,T1?!. MQ]:,G#AI.I/$8|?)OZ 4S\|UJ63,.C7(S52G*6&Z>R M&'NN&XU+)JK1Y,2,7,$SC1$87&[YEUX4& A@_-'&'/5+HN/N?1?]O1 MZ^7I*!F1G,_9NM"7]>87WN838KRL+I3Y)9O6UAV1;*UT7;;.@* 457-E=^U[M>(Z#USIX!G>SD$'YCFDV.9'UADBTAFAX8U(UW@!.5%B4*RUA5H"? GESI.KLY M.H.\L% /+_/V3?Q_*?B+9GD;DTN>U1{J0$0%QDR;Y!2Z?EEQ:6S5O@0' M(>Q/\.N2&PRLNH>=VBZK#,"9 9CM N0M0."EP7%>%R -HEKT$QF 7=12<(4V M D"S+&O"HYEZD$S=)W-L?5U^SA_0CWP&_ |&K .S;KU6K,K5H2$5_OC;. ^L2 M$F.R6Q(P@3U^"]JU,M1X27P[<'US]6D*U]1, _.!'8(:X!;&I'8COV84-<&7E@O26BG7@0Q(CNF(5QI:(,, !4XLJJ+0|_N(.!CQ;2)LZZE10EJ|%W]"-0TEH&);08:E MP4$:(D A19UCS7.!%,B/K<_K1$T)UB$1K:KA_9B2EI M A$!2]@O:=[1?L? $ID%BAQ3Y1:D#3(B<,)ZB0|33(7HN'3Y636LW9!WWY M$$5V\MM'DL%U?HHDX@= N[2|/?^W+WP-^]ENZ[YA<|QU0!"LR=?LCDHBLGL?51(O"/DF70M.#UPXWI!\% M2G.]E="Z-W$.&C^1YG_!U!+ P04 " !G@V99E]6VKRT& 7$0 &0 M 'AL+W=O=78)3+V#,T1?!. MQ]:,G#AI.I/$8|?)OZ 4S\|UJ63,.C7(S52G*6&Z>R M&'NN&XU+)JK1Y,2,7,$SC1$87&[YEUX4& A@_-'&'/5+HN/N?1?]O1 MZ^7I*!F1G,_9NM"7]>87WN838KRL+I3Y)9O6UAV1;*UT7;;.@* 457-E=^U[M>(Z#USIX!G>SD$'YCFDV.9'UADBTAFAX8U(UW@!.5%B4*RUA5H"? GESI.KLY M.H.\L% /+_/V3?Q_*?B+9GD;DTN>U1{J0$0%QDR;Y!2Z?EEQ:6S5O@0' M(>Q/\.N2&PRLNH>=VBZK#,"9 9CM N0M0."EP7%>%R -HEKT$QF 7=12<(4V M D"S+&O"HYEZD$S=)W-L?5U^SA_0CWP&_ |&K .S;KU6K,K5H2$5_OC;. ^L2 M$F.R6Q(P@3U^"]JU,M1X27P[<'US]6D*U]1, _.!'8(:X!;&I'8COV84-<&7E@O26BG7@0Q(CNF(5QI:(,, !4XLJJ+0|_N(.!CQ;2)LZZE10EJ|%W]"-0TEH&);08:E MP4$:(D A19UCS7.!%,B/K<_K1$T)UB$1K:KA_9B2EI M A$!2]@O:=[1?L? $ID%BAQ3Y1:D#3(B<,)ZB0|33(7HN'3Y636LW9!WWY M$$5V\MM'DL%U?HHDX@= N[2|/?^W+WP-^]ENZ[YA<|QU"LR=?LCDHBLGL?51(O"/DF70M.#UPXWI!\% M2G.]E="Z-W$.&C^1YG_!U!+ P04 " !G@V99E]6VKRT& 7$0 &0 M 'AL+W=O=78)3+V#,T1?!. MQ]:,G#AI.I/$8|?)OZ 4S\|UJ63,.C7(S52G*6&Z>R M&'NN&XU+)JK1Y,2,7,$SC1$87&[YEUX4& A@_-'&'/5+HN/N?1?]O1 MZ^7I*!F1G, 9NM"7]>87WN838KRL+I3Y)9O6UAV1;*UT7;;.@* 457-E=^U[M>(Z#USIX!G>SD$'YCFDV.9'UADBTAFAX8U(UW@!.5%B4*RUA5H"? GESI.KLY M.H.\L% /+_/V3?Q_*?B+9GD;DTN>U1{J0$0%QDR;Y!2Z?EEQ:6S5O@0' M(>Q/\.N2&PRLNH>=VBZK#,"9 9CM N0M0."EP7%>%R -HEKT$QF 7=12<(4V M D"S+&O"HYEZD$S=)W-L?5U^SA_0CWP&_ |&K .S;KU6K,K5H2$5_OC;. ^L2 M$F.R6Q(P@3U^"]JU,M1X27P[<'US]6D*U]1, _.!'8(:X!;&I'8COV84-<&7E@O26BG7@0Q(CNF(5QI:(,, !4XLJJ+0|_N(.!CQ;2)LZZE10EJ|%W]"-0TEH&);08:E MP4$:(D A19UCS7.!%,B/K<_K1$T)UB$1K:KA_9B2EI M A$!2]@O:=[1?L? $ID%BAQ3Y1:D#3(B<,)ZB0|33(7HN'3Y636LW9!WWY M$$5V\MM'DL%U?HHDX@= N[2|/?^W+WP-^]ENZ[YA<|QU0!"LR=?LCDHBLGL?51(O"/DF70M.#UPXWI!\% M2G.]E="Z-W$.&C^1YG_!U!+ P04 " !G@V99E]6VKRT& 7$0 &0 M 'AL+W=O=78)3+V#,T1?!. MQ]:,G#AI.I/$8|?)OZ 4S\|UJ63,.C7(S52G*6&Z>R M&'NN&XU+)JK1Y,2,7,$SC1$87&[YEUX4& A@_-'&'/5+HN/N?1?]O1 MZ^7I*!F1G,_9NM"7]>87WN838KRL+I3Y)9O6UAV1;*UT7;;.@* 457-E=^U[M>(Z#USIX!G>SD$'YCFDV.9'UADBTAFAX8U(UW@!.5%B4*RUA5H"? GESI.KLY M.H.\L% /+_/V3?Q_*?B+9GD;DTN>U1{J0$0%QDR;Y!2Z?EEQ:6S5O@0' M(>Q/\.N2&PRLNH>=VBZK#,"9 9CM N0M0."EP7%>%R -HEKT$QF 7=12<(4V M D"S+&O"HYEZD$S=)W-L?5U^SA_0CWP&_ |&K .S;KU6K,K5H2$5_OC;. ^L2 M$F.R6Q(P@3U^"]JU,M1X27P[<'US]6D*U]1, _.!'8(:X!;&I'8COV84-<&7E@O26BG7@0Q(CNF(5QI:(,, !4XLJJ+0|_N(.!CQ;2)LZZE10EJ|%W]"-0TEH&);08:E MP4$:(D A19UCS7.!%,B/K<_K1$T)UB$1K:KA_9B2EI M A$!2]@O:=[1?L? $ID%BAQ3Y1:D#3(B<,)ZB0|33(7HN'3Y636LW9!WWY M$$5V\MM'DL%U?HHDX@= N[2|/?^W+WP-^]ENZ[YA<|QU"LR=?LCDHBLGL?51(O"/DF70M.#UPXWI!\% M2G.]E="Z-W$.&C^1YG_!U!+ P04 " !G@V99E]6VKRT& 7$0 &0 M 'AL+W=O=78)3+V#,T1?!. MQ]:,G#AI.I/$8|?)OZ 4S\|UJ63,.C7(S52G*6&Z>R M&'NN&XU+)JK1Y,2,7,$SC1$87&[YEUX4& A@_-'&'/5+HN/N?1?]O1 MZ^7I*!F1G, 9NM"7]>87WN838KRL+I3Y)9O6UAV1;*UT7;;.@* 457-E=^U[M>(Z#USIX!G>SD$'YCFDV.9'UADBTAFAX8U(UW@!.5%B4*RUA5H"? GESI.KLY M.H.\L% /+_/V3?Q_*?B+9GD;DTN>U1{J0$0%QDR;Y!2Z?EEQ:6S5O@0' M(>Q/\.N2&PRLNH>=VBZK#,"9 9CM N0M0."EP7%>%R -HEKT$QF 7=12<(4V M D"S+&O"HYEZD$S=)W-L?5U^SA_0CWP&_ |&K .S;KU6K,K5H2$5_OC;. ^L2 M$F.R6Q(P@3U^"]JU,M1X27P[<'US]6D*U]1, _.!'8(:X!;&I'8COV84-<&7E@O26BG7@0Q(CNF(5QI:(,, !4XLJJ+0|_N(.!CQ;2)LZZE10EJ|%W]"-0TEH&);08:E MP4$:(D A19UCS7.!%,B/K<_K1$T)UB$1K:KA_9B2EI M A$!2]@O:=[1?L? $ID%BAQ3Y1:D#3(B<,)ZB0|33(7HN'3Y636LW9!WWY M$$5V\MM'DL%U?HHDX@= N[2|/?^W+WP-^]ENZ[YA<|QU"LR=?LCDHBLGL?51(O"/DF70M.#UPXWI!\% M2G.]E="Z-W$.&C^1YG_!U!+ P04 " !G@V99E]6VKRT& 7$0 &0 M 'AL+W=O=78)3+V#,T1?!. MQ]:,G#AI.I/$8|?)OZ 4S\|UJ63,.C7(S52G*6&Z>R M&'NN&XU+)JK1Y,2,7,$SC1$87&[YEUX4& A@_-'&'/5+HN/N?1?]O1 MZ^7I*!F1G,_

(@. M 9 >&PO=V]R:W-H965T_MA=1\,&<#:),[:#11_?[83PDM"BE:]+Q G,^/G M>3PSM@<;QG^(%8!$KTFU@['XA\)&'#PC367&V \| M>(J&E],100OSJ4,0];>&,

<2QCJ1P_"R#6M612]DR&OR,R(@#&+O]%(MKH96:$(%B2/Y1>V^1-*0KZ.-V>Q,+]H4]HZ%IKG0K*D=%8($IH6_^2U%.+ MP?//.+BE@WNI@U(9H@B"2C :<;1#7UBJ:?*

*C#:&& %AJ9Z&:>2]Z]4 M^>=B6>8HF=*9C2FUB,W MCT-W8*\/X=>M/*>+]U9'N+H5KFXKKC(%FU!U:_/YOG>"[J37X+TKJ5]#]2Z 7 MU=-!IM'>L 7-B\JPCT*

["I6/GC*U77;6%/5=.F*"F,K_ODK=>6>]LA_3 M/#%KQ-+&5&P',^%] ^%RVT$3U1"*3O#X,Z>9GKV#_@;9E)'O&_ -(O:1,2,6B= MY"O3;2S6&D:(:-D:NTS0D*

*(]SS])A[I52XKV*H2]RTJG0(GB7?=HPEF$\@]Q M>L$IS+H1[H:X&658H0PORL8+,(:UZ3V_?P*Q=;)?+*Q^1:7_?H+WZUKZATM> MT&FTG":P*U(OYEC*

*M$T0W9*W$?0**)BS7%6UDEIUKQ/-&QF4!Q;G)MSBT^3^TVS8P;[G1NW[H]O M,C@[@$;\17R,CX$Y-0+_QSZ-]QLU;M^I:SPYZ%/_OAPD*2V8.AJ"X2+ZT;B M[1-B%QE?*

*%**$I7(ED'H3D+2,BN65L8(R5ILD^,"S,";C)D7"C)<0ML$Z1] MNWY.A^"\|#.]Z\+ /K@GZCO87X4N;"D5DH<([MSW5N'AQI2D&DF7FYC!C4MU# MS..*716!:P/!U<<&8W WT9:2Z?*

([^ U!+ P04 " !G@V991[J$-@0# "[M" &0 'AL+W=O3G4WG]]JX MI;18 \>PH$N2-P)!%;!HZE]@VV$"YLR4<$DIARO97ITVBX)9S,$]$$BQ-'!X M@99Q88X(//B @X/CN

*N(1/16H,D[F9AI9H,^=AUE$\;RG&CU/\ ]=*VM+ M.YEC_M ^)+F]YOA>|WF\%W"!]0D,HU<01W&R@_]Z>;#/72&?0[&'F_XA!10 MA&!.:KENH%MGH-"J M7O^.NV M*PHM]-*

A#NPIVFPZBT6 :WFZ]VW$H2<;]H0>L1SWKT3-9%UPRF>'CG%O@T0:= M.-YBO-?W,_.O[I6-]RJ[]/R?I6S\M[(DV9*VU_DSI4UZ:9,G2.L$@'8E_U@5 MQPU-

F#'4Ø)62RIFD$06MHW0':+Y2RlQ/GH//]?22T\#4$L#!0 M (>&PO=V:H-H965T'OJ\XF(OY#>U]#H>UEPM?1V6EX<87MMUl>\//%A7=P@KT<_4DSW

*M>&8#FAE_,=BKDVMDE_(BQ#<[^)@OO<]@@+6VJ:@YN<5[] H;":CX[\N]=#H2'f0I-XLY@7JN:!%'^S7.^6WLQ#.6QH7>@O8O\!N@7%-M!;%*KY1OMN*

M;N"A=:VT+M@HZ!DO/VEW[M"G 00,A) N@#2Z&Y!C>0X2?;Y 4LWX%E&>HP?&*5]#-_7B'C1EA;I$[Q#C MZ.M.U,K,4@M?&_E6A+_,NI-ZV4LF(U!54UR@,_D*

D(!%Z7MVCBW>7/Z;QS>K] M$I"^!*3)&xJ]D;74^,OK"'']*;?T^/@9+ZJ*%4_[14MMDB=S;,13>]HFM8>]9- M%,A7\++??\-)\.>$UK#7&QYESYJE7TBP_6;?]

*>G2UV9(F@RV*5^S.,$+_]6! MC7IL= X;NU!M5'R"(FF4N%EQSXK/L1(7*QZRYNG!QL-TD6< M#W)),8^@%&)E55L9S(@Q?:^= 0! P!6)0C*R_CH8'C2=#H+*PX6YF23 1NG*

*MYC."/AH2#B?=\^#V3?F=XE'^T6_Q?GPF>MZZQCXJ&/X7AL4XX^AL\;F=,T MLCPM-/]?#\,O>]JM!)'I\/3YOT+]1.66<67*NC%1P75J=,OVT-<.M*B:@]:+T.,8UESNS$$9*

MD]U@GF^$XT=]:/;OU1^_L?U!+ P04 " !G@V99N+:9>UX, "S= & 0 M 'AL+W=OOEDA6/5SS- M'IZ<.~=/7WQ(YHM?C&X,%^O.?_{JH6-X7X;;"FS)(ES\HDSTC!|JZ<7#JO*

M:3"5&9H4OR?\H=SX3&13;O/\D_SE[>S-R5#6B<\KB2"B?_N^35/4TD2]?C< M04_69D+0NJWS9918U6"99^S_[TG7$1@9WNB>#VV5PMX.S>5)X709O M*\/>*OE=!G\K@^?*

*MR1!T&8+M*CE[,HRZ#*.F[]O.:GHZ9!6[." R!U+(U((F M/S3F:G*+#DXR.,(^5H7X:R+R51$G?H^N2WCR'Y\?N?2+E@!2\-U;L^ MGN8]T4RM?$ZE;E*6D>_)H*O=_DI&SZCD!MA*

I;B+RP[(T.GJZ^)HMG&6X]_MK\%Z^RHJ0<0P.B^@+E5S+MQ;1:X>R6:Z&_;8?'WYP(H9^>??!)\K?BR_)=I ML+;E^^;RI4M_7;Y8S-^<")I=!N*>GUS\\)TS&OYL&AI(6(B$14@8!*

<&T$>&O M1X1OHU_\O5[>\H+D=X1_KI/JD219+*PM5B:R$K.C)%^,66(RM17LI1=8[7TT>KZ=^!=>Q$G),E-NL1-H9U@;]62M2%\[']5=FA"R3@F";G<9K.XVM=FIC

MM|MFY8LW5TC^17[F)KN,=_MHZHYV#3/>&?.CL1/LI MWTSGC8.SL]KHAX70\ M]'<24FN;G]FCDW6/3@[W'F_?UA;L_==1Y"P$ F+D# *@FD&G:X-.GWA(**_M'!%(6(B$14@8!*

*<&T$>,U17OT#K]-VC4!C[Y\Q>YYP>;\GB7_V=_]X-,2U+_ARD7B>U]*SV6S=+8SAC#!LU3Q-V]WIF-_M^N+/;7M?>P]_=L8&YW A:+D7!=(LJ#<6Q?I ?:|%3|K#M#%%>|2*31G=E+[*W*

MEX,)P>ZPR6/G!4E&9-E*R2ZPNT_&E4T:+THBJ8/ R6<.';EY(.8HT42RWSG: MAKB7^R0>!Z_WV)&|S8JD MA8Y!$S)&9+NBE6^,GK^%=.0H[<@Y(!Y)U[]99]6Y5]:*

[RG)\[=@N8F/3_6X MS&;$R4X'[$3+4#&IHXWV%QA!"Z0HFFXZ!(Y5LEA-S[Z+4LJN5#M!TH+H;0(2],HFCXPE);DVK6D8\,C.Z;W>9&T M\$ 3+>$1M!X41=--

J=0KUZY>/2<\F=$AG6L*:0SEFM)1 M>Y.?VZ5*/G+_?/G(7F3OF025CPYTA]/).(_J4?.>*]\!*T71=T8:#D{'.^F$+!:WL%>YOYN%(C:*D41=._J!0BUW[ZQAVZ0Q*U!Z?>K@]. M[3LP98?*

*UGJ50M=*BZ TBJ+I1E9]CSMZ3?3@7JA-!:2&4%D%I%$73!X;2CER[M=]3.3G;GA]D2]+F%-==7I"[NJ]+;B=U3#3Y7X7OHN MECW^\-W8=*

*<8_ES+]%#%7M\E<+5A%ENR1W''*2E&4MHY*Z*&MYBJ/*22%#475H MH\YFH@0);8[0BW+2E+"ZRN7]#+'XI3E'7'#A"XDHXA>6U:QX)$Y9-<<=6;QH*

MHSZ6R>!7K)I9+2\5Y:RI>-9M-[R>9)ES=G5#41S)%[\3#*1F[!E7HL:\L^U-MB*E%/>^:,@\N\D$OQ4[NK)N!^5J]H!V@S$O*8-Q2O:XD$''*O%O$DA&LZSF6B6 MK/\I*>O,:?*

,XZ3Z9.1:4HD>;A4,O^B^B],E<)L37LT30JERT7G>2&=F5S+MQ;1:X>R6:Z&;8?'WYP(H9^>??!)*\K?BR_)=I ML+;E^^;RI4M_7;Y8S-^<")I=!N*>GUS\\)TS&OYL&AI(6(B$14@8!*

M'3ON$^=*\%T_9NT9(AI$O7+EVXJ[;L8J-[@.J54%IXH&'. MT>);0+5)%$V_S45IDY[\/-I-ZP+D5?/&C-^8S779#FHQ9^-:GKP1WB233F3M MMX2#V9E3C9>,A=]9>TG3 +'7K?=-.*

*,%#9LJ/)TV9J&^)L&&RM^-!"*8]F#P;E M1WIVL6XW3]NK15XTU]&VL,R.[6U']#X)1450&O5VC_NY8F41"\MZE.F65"*D M9Y]&!ZH(F6'29H/2B*IIM22:C>[=*AA^^@M/!*

*$]NM3],EH0(KBJ9;4@FLGEV#;#WZ MR*OJ??MC=F9OLT(U5R@M@M(HBJ;;6EEBWDO2"^I!U38H+832-BB-HFCZ4T64 M .?;!3C8WEA7CGZJ9S(-G,G6WIB]0GO-*

*>VRQ$;18BJ+I5E-*F6]7R@[OC=D! M?:.MR?O3<6?;RY~>9[8TEFW1#+IU[!8;*F<\SDGJ%CE:)H M^D170JIO%U+M.USVS+TG.50N/= PVPX7M*(41=,MJ+11WWYN\D5WN.QUZSU*

MH+)I1]O>X=I^*@.T4(JBZ8-AXR%N!PZ3/N.8MAW9VX90;=3?/4Q]//)9#]-MJIUN'J5Q^G;-\WIST63J$;_Q6R5R+>[F7E'T,#-'EG.093&WQ\A0+11**Z&T M"$]C'4U[@(D_=?*

*P]^Y2^4CE]^]VS49K,$WFMPSL9I)0182N .:!*42O/B:?!0 M.N/RD3E+5GSB5?OD'"/5H4(GE!9VM"TG/-D^9@ ME*)HNM&5@NG;Y.T;5H@*

*M/UDUE[0LCHN:/UT;B&5X;?]ENTVMCX,V;#=:&:IW0FFAOWNSL;O[/+L(6BA% MT70K*W73_Q_53?M)!#N]MSFA.B>4%D%I%$73K:YT3O^E=4X?JG-":2&4%D%I M%$73G[ZK=,[*

*KG,,5GHIVA3);=V,#[7 FXQNA_IL4*IA!:1&41E$TW?(;+TAX MZ;?X!5#Y#4H+H;0(2],HFCXPE$@7V$6Z9SIVJ.H&I86!477;=>Q0U0U%TZVH M5+?*

KKKM=>5IGLU@+Z6W6;$R&Y0606D41=.MKJ2X8/+2SATJV$%(90606D4 M1=,'AA+L ON=KL!FIE

*1#DH+.]I!YPY5UU"TUHJ#C7;_DUO=7SNMKQ_!]Z+R.VO=G*GS[.L]WK)@GPO8IOQ-%#<_& M(O8HVC=DMK]4^:IYH^-M7E7YLOFXX&S&'YE _/TNSZNG7V0!Z_>47OP74$L#*

M!!0 (&>#9ED$S[S4IP, /80 9 >&PO=V]R:W-H965T5:SPMWQ2;7:L&>31JZ@17(S\TMQYG=]V1%!;4H6$TXK?6 MW+U)7$<1-.+/ O;B8$R4*?*

*>,/:C)AVQ].>I4(JE03%KQTLH2R5$I[CWT[4 MZO=4Q,/QL_HOVG@TYIX*6++RKR*3^=2ZMD@&:[HMY1W;_P:=0:'22UDI]"?9 M=UC'(NE62%9U9#O!5=3M-WWL'"%*

*0)UA@M<1O%-'<;@=P3_M3L$'2%X[0YA M1]"FVZWMVG$QE70VX6QN/S*CFAIH[VLV^]NH5:*L'}>G!?+D\?0"<@;I. MR)5F'''Z@B^)RM,RFQ, I%K>?TLU!S*0-*

W/.,;W164(63^00=TN?I/)\3WE&_OZ(MDN0#)I3X9R@[VOV#X?U5F;T1#4UA:F$=%IX>%%P^_0E92G.<'21&+8X<]HU)SR,"+ M2M^:AR;%8I-

*BB2&QHW",^G',OG,Q&9D,HDFQV*188DCL*(A1'\3(>=%I%<.# ME]L/'/^ DF R ?'=\4DQ>@L;7?G!22P9 8?"FE%SW9E]?-/M7J/$:5.I*,L_P M(E<(J:Y%NT&#+VI]:QZ:%(M-*

*BB6&Q(X",NX#,.O[.Q6I.Q6*38HDAL:,@ MNL[?\LQ7DXZR-?^?;?P0^4;XLG4K M88U:,5<1EC_>-MGM1+)&=Y'W3&)/H:(VZ/_JF'T!4$L# M!!0 (&>#9EE20,.,*00 $L2 9*

>&PO=V]R:W-H965T3'''"; M)$YM _K^V$< MN2:6:[CM.W00:O4"](_-O"#+),;9)^_%4K MM1];2O#T^[#]DX:7_O"84:S;VDBUB,KLE "2[+)Q%>Z^QEJH$##IBVG&]2_:

*MU7,=\4;+FA>"TL/\K2H_LEK'8@3 3>X(>#6 NZE@'1]#P*L%/ U:>.:QGH@@ MXR&C.\34,*E-7>C8:&E)DQ8JC7/!Y--4RHGQ7-#XY6$]*

Y&@&&A;Z4WH9$O7Y5.51NR<0),WX>SGY>Y0COB8,.~6TB^EW8$YK'Z;5 M#^X-'P;H,RW$IFJ,/10))B_S,+(!=@P):1J2)BGN(RM0U:IQ#V4.>\P&YCNNW M.606?

X)8BF,M[AG<\9HD>5J?=\L=%=@Z2<]D+W>10!/&2+$"??W9.$%DSOB MSI;@5[K]=MVJ3#SRDL0PLF0=X,"V8(U^_(WG1_;P-[(V5D8_"8,ODG[^-=-

MO@"FUF.UTCZ@+QO!!2F2M%@A(M_"5FE1](&<4P)+;=MJFE96 FU%E;GM&.-H M$/E^?VAO3V&-[G2$#1K8X$[8GV3"1>O^F 971%[D.9'C7 9378$ZC=_-3N!

M/KX"BU/>CM2_0GK_B (+HB,-CL2A0U1>"1>2+,L(V1U";J^&OGN9)/1 MCDA1@Q3]MRT&16+>7-'UY@H+E+CQ#@(@V]KC"PR4 BRN O0*

*MI>%TNQEURB<I##XK:)@***U$>R>L/HI/HD-?K2E=4]MLKIOQ6JLK[69,UQD-IBB-7K3E?;8^&!C0W$/K;'VUF;..+';PU>X_T=_@X\- M#C9W-*

VW\S_6Y=KR602BEG$[YOU^#G9L9K"YF[E_U=Y7K6OS9V[CGG-9K,U> M=DWOL0/"YA;H*@H,U$E;I3"6!QC5P6](A@2P'+W; V"(_5FB6\G-)D.D]; ^ MRJLCDCM "=FWG=)F_U+5X

J;-%'I=EC)X7-K52GR)RE:,(F$%WVKR(3W/(_MF_9D]LEQ/0>VTE\QN 3=%*(ZN3=WFR\E$_U]P#Y.KUS$$Q,9OL8YRF I19U> M!(ONS88Q_\5*ZNFF]0#_ ,"71*I[=VT2M==U6J[%]->.*

(F3H.-'9IRF ME?,'SP:"8<$DHXGZ)@D$/_7]N/O!_!HF_+OV8HQ 5[B,G&@Y40ZRO;SF8K M%M/,2MF-&.W:?0MG(O5>. /P)PMZ"82C^GV5U9V*

MR%7O9FF4Y9]@6UIK#.!LDXDT+AM+!?&8%-_T1IR(6@,,# U0Y0#ENHM$N,@WI.!['07$1U\ZC%YXGT'6PYP_AR'YNT>-6 M>MRC!'Q^87P69G0:L4I/[5RG-G=/FP^)*

*[T+2+LVK!'F=TBX<"T.Y:BZ(Y7IM M>3N;]YS'825N^,Y5.CQ#[_RJ=W!GT#^]+BB;*DN @0<>SEAV">[#)(PW<9Q@ M(]1^*P.U@>TU$%1"@KY"Z(M)2+ GI*B@-*

B'0T;,NG&7EEF'KRP/Y01' D(: M:.# 5_0MIZ:LMNMGQN5= '4DZE9"<>16HH!+:&]H!+Z$"P8-A EX990;R-*= MW2N: A?$!6((#F-/7+(@)

*I'N&3M"S9DVT=@'ME0*RB&\8>$THV(F(DYAFF:)1 M%H[C>ZYC4*<) X]#3$-=G\$C>X,'+7]HD*>:![N)H^Q\[&S=M2!NS=O9OJ?S M04T=Z+VSL\-S@ MJ3Q2-,+G8)>AVVJ M3-*

/$O6?P>*01A(Y#T%L\ODQ1+XRAYR/3]D$:0@'@/J,'6X9.]]P8X(T@5 W M@92U$V7Q$%I#U)]X,T!/"T2:0#63AG+0 MP$&]@6/V^#)FX^ZCJ*96,1HXJ!LX?4V^#-*

LP>7<('1P8%&GLH!{8,-)=V?? MF3R"AZP=:VSA4V#K&#V5;>HU,+2&A@"FCSX,/\Q=K+%(W;=X1<3 P/O%B# M!_< 3Y_!VW_V2W'-*

'BUMW/=Z,D!'2MS]WTK\%LSG^,%&];TP>2]7R">@UY8 MTPMWV/T'U,OZ-&K,!ES$;Q5F44ZL8C1K7)_KL[#(F'/$-9$,T@TH-!/0;/[#_]{.CP8]>N.!#1.M\= MFZ9"I'''^<\7HG'%U@?

*Q_D;9B=Z 25/NEDW\!4$L#!!0 (&>#9EF>&PO=V]R:W-H965T9-++72VB0$Z,<@$M!VJ[1JJ*CMP[0'-[D0JTZ&IFKAZU(A M2QTH%WXG"/I^SGCAQ0.W-E7Q0"Z-X*

*5.%>AEGC.U&:.0ZZ$7>MN%>]!{(C%WP MXT')%CA#U!:,%*+R<]&V\"WCDN-8[8["9/$OY8B>W MZ= +K" 4F!C+P.AOA1,4PA*1C#\U!<:.8&]XRW!C>/0E TO[%><&46[G'' F*

*MGAF9O)R.R8@4)C*GRZ&9_<$9G1CTJ5 D'.X85S!(Q-++[MF208_2Q=WK0TG M-PE.$Y+@ KXI5AAXT+Q8P)-SDO9'*U1T.6"DZ3"!B3A12ERS!H4?U0J:.H1=__A3V@Z!MYOPGLC=6*

*M=1NKNH:?8X^O7:DJH$Y;^2@CP2W&S:\JU(PNIV'*WBH/3\^[%VHD)W4.4]UR\G;O%,.OS-:M.&1J[ZOEL?4WNJNLD_FJJWW3&UX%2]!;Z),C@l(]5U2 ^] MB9&E*[G/TE*

!=\,.6BPJ&T+@ M&ULK55M:]LP M$/XKAS?&0!DWM.F!=EOB2=F.%=82$MA,&/BCVQ1:U)4]2D@;VXW>2'3'=EJ5EA M7ZRW>^Z>YXZC;92/>@,T3$4CN38Y%SA3H-

*=%P=1NBKG;,3)]6AB1P7MB@+H^B4$\Y$"R/CA\Z4 M="5P*0NJM68N71U85'4"N8*)S1TW.RI#$@R9&@GSQ00.T3.VHV(9F&R92C2\MOT++#>*X_D*SZ0X.[9ZE$GY*

*(Y=P;,#0/X^EK(K?.Q[?7NH+7;(8QO[=6HU]@UIT M[LW9(/C4HJ[7J.NU>8^^KXLE*ON+5 D[@5NQH6]3B"7+F8@1F(S$EIEP(+E)K M6*+B,H'?1U-*

<:IB!EU.VU4V43@.@O.1OSE"M=]0[;^2ZEU%M(U)_R#FG18J M@X,*H)?*O>L5F'38!A6U/DCI5S"0T-6'"%>.*BQ?XVMR^?3G'E-1L3D_4-$1 M#0?'-0P.#?S*O7 MYH8IRJ.&'%*

<$#4Z'5&-5=?!J863INN92&NK!,IK1HX?*&M#Y2DJS7[@ S3,. M.0%02P,$% @ 9X-F60&+Q)P. P M@@ !D !X,"]W;W)K&ULUM99M;HIP$,>_RBF;IDUJFQ">.X@$[.956J>JJ.V+:,2[

*MNAU_"V"]=\OC!VP8\&.9OC!,U-?J5HYE=1$IZAT%P*4#@;-M>]/&Z;AO[9W!+<>UWAF#53*5\MY.+I*A%U@@3#$V-@*CQPK/,$UM(.+X7<;T MJI36<7>\C?I5:2/%,M7N%]:E*

*M;>!!0-6J9$4S$61<$_V4-9AQZ$9G$(2X?0<1>)'.4Y.RP:+*D&9:TIFATX MJV#[<"F%66CX(A),GOK[)+Q2\V[5C\,# 2>8GT S.((P"%OP M'GS0"Z90EX\#&9I5?9LN0W-*

*?!AL(;NH[4H]).,J2C3>P:_>DDO#S.X6$"X.9 M_E57LB)_JSZ_O=.G.FI1.A=)Y@[*A2/ZQ8)T7E-W] MD-T*LGL0\LY]T# Y9BM4]'V&.1U8 PG=?Y@QKF#%TB6^9L=B(*FMR.B*

*M<]+HU&OH511Z,Z*A.@F'$8MDC?)8ZM5S]BO&/O_K<[/C\AA_'Y-A8/F,WI_MIY=DJ..N8V](Y5*8HJV4JU53'A6JZ-&\Z.B73-$QT)#BC%R#DRZ=4%5TR6)B M9.XZTU0:ZG-NN**

_%JBL ,V?26FV$YN@^JL2_0502P,$% @ 9X-F6>]# M1O\Y P [A, T !X,"]S='EL97,N>&ULW5A=;]HP%/TK4;I.K30U0-:4 MK("T(56:M$V5VH>]588XP9)C9X[I8+]^OG8(^_5%K

*\;+*C$OL?GW&/IG$[MJ/62TX<9I3I8E%$4PW"F=?4ANBKIC):DOI(5%0;)I2])-EU51'6E*,E](4\MZG4Z2502)L+10,S+NU+7P53.A1Z&21L*W.US-@R[R?LP<)CF=%A^'3Q]L=<*

MZMLW@;N?O3L[ZSQ=WN[&+RQP&49>T>L#I\ZYD*5+8K))X?)[O/!&\.DMZC MC GWMX7MZ'.CXWCG&"WUT(S]-1,ZEAPU^ST:Y%*LMST.7<"HDY(&SX0/PS'A M;*

*(8L')2,KYTX1X$ID)+%6A3;R9=%R+U+P=W70]*L=$IF9#*YG89W/>D&;X# MK'I@D"'>&NR%+C :5$1KJL2=Z=C!-O@""IKVX(R#@M%EMW>=;@FV)M),I$] MHZI-TPU7H=&*

TOSL%,X*YE%&HM2Q-(V.DDO8#RM&TS"R4\KY SRGW_.M M]46^L6:=V#71-HVAINED7 ?T-J6<]J9L_"K=H&+/4G^.F^D(VX?ZI/>*YFQA M^XN\-8"I=W%U4E5\>&S0OI343?*

[@A.!6?&"F53LE\D&I3(U-;K"X)DJS:;; MD9^*5(ITH5?EM.AQS[T3]/QWUIF@@BK"TV:VC_F57ZUX_CF7UFVOU5V#7L] M-B_?8S=Y?0HFDU.P>1(UV3\%D^GQFXR/TV/4'#*

(V3C);YY@V&L!Y<1A^@],G M7R<-)G/&-1--;|;RC(H7QQDCK\G$_#&SI6_&9S0G%:$:MVU[@>MVD/:R.7$QD=$&S<=-5Q<0V`],P69L+"+O(G;W\",9QF!\! M#,N#.< XCH7E^9_FTT?

*GXS#,6]^+I%%.'^4XE@\9VP^6Q\]$>62:9K&<9)@ M*%XL75+$OCQPV>@('E@4Q_MM;X;N,5LK\,1#W=5R'83/%*Q&:*K54@ M_G4#1IKZ=QO+ PQL%[#:@?S^/%!3?*

DX\/H3$<9KZ$<#\#N(80^!IQ!', 7C D#BV!\&=!U&T>D]%Z__PC7X#4$L# M!!0 (&>#9EF7BKL

-8?20$3;8T.P6BP^0"X99K>]9!:G MU M@L:VX5;!_O_^?:0W4LK[V0EW>,@Z+Y7(F"U5+*6/T0Y"/H!LUO],-5& M#* M\2HKC*ZJ01 ->3MP*XV3QK#EK(7-^9[L6Q^]N:(*

*,@JL^=+B6QKKNBJY_#HSW M BX^'#5.3V3EA!EQ)SX;W>REVK3=P%WTT&UT<3A^'H)X;7XGC']JEH48Z;*I MA7*'.!I1M8#*;N7>!DSQ6@R"XR6,JY*-E8,@L9DZ= 77MG<*?*

*STK#W?M !?% MT%Q+.&%F90?N#)3.D\7PS'+IN-QGB&FB&"*SLG$WJS2F_$BGX[SV3"=_X48 M8X(Q)LN8Y6D^_@)8&5M.V'(UODGSV7*1L70Q8L,E@DP(R.2,+;S YOR[2KR,$^9:*

*2.L7 M%[(I? M643XGB!\[SGY\&*W 6VH$B?H/I6A^WZ);]3=VXB< &Z(TOP"$8CY>'9'EE3 MU]P\,KUFF=PH"3_C(+RT*''' 3F),RB>A9Z%X68GH(HI,M$T1CH,#3+:.1$*

*M$GHVR81+PVVU8@%YC!.IX,&5O()2P3K3U!B34DGHV24PIJ814,A\ATZL.$S(MI=O"PSQLC,&8E$Q"SS89ZKK6BF5.%SO.1+DC[*R/EDFZ7W-<2)DBJ*R*+CX7 MG[B%$06\=DB?*

*%:64)D+/GB 3RTE1s%*N"#W+@L:,<3E-&23R;) 7\Q\[D[1[7?)*]GD" MQ9B42R+/+GFA\&(7+"WA"US*,2:EE\CWVH1,0@G&D)03^58.B7F),2GS1)[- M\W*NO& 9]%TV%<:DS!-Y-*

*L]KF^{S}V^24../)9N'SNE8D#&EGMBX>NB83\W-T^S9K_'3WL M62@^PXKF5B.F+!2?;Y'S"^,D<H82R4,)[-XT.!%,RD^)9PO1T<2R M3"0^)+,I?T)"8N"Q.R%%I5A+)^*

*MSB@6L]>9O=6U"?^96&^WAW7XK-??IW!.?PQV/W5[C/L04M%/E>TNI'GA+M7S M=!3W@_1ODXO>BN:!WHIZ*X'>VOG8)M!;46\ET%M1;R70*

M6U%O)=!;46\ET%M1;R706U%O)=!;46\ET-M0;R/0VU!O(]#;4&\CT-LZFR4$ M>AOJ;01Z&^IM!'H;ZFT$>AOJ;01Z&^IM!'H;ZFT$>GO4VQ/H[5%O3Z"W1[T] M@=X>]?

8$>OO.9O<[H8]H7X[*!'GOI#K=[@W/QJ^7?EV.>ZN-.48M? M4$L#!!0 (&>#9EDNTOC K@$,H: 3 6T-O;G1E;G1?5'EP97-= M+GAM;,Y9S6I[".!"$7P7EBHBQG=(?

*9>VUY9#7\!--B0BB2W;4'C[.N%':D6C M(BIU+K$2[\Z,O=)WR?1M9\@-MG75N%E4>&\>&'-I0;5RL3;4A)U7T<$A#IU=C2M*XX:A(&)G'=J=GPT.?:\;LK;,.+!0UK^H M.E2Q,<6H?*

K =!V MUM5W_]=Z5=XUI5S=&?=,^PYI\02P$"%_4_" !G@V99 M!T%-8H$ "Q $ @ $ 9&|C4'O><,O87!P+GAM M,%!+ 0(4 Q0 (&>#9EF,,,]Y[@ "L" 1 "-\ M !D;V-0#9EF97)PC$ 8

)PG M 3 " &UI4$L! A0# M% @ 9X-F66GY8DO^!0 T\\ !@ (" !#0@ \AL+W=O M#9EFQG%D9F04 H; M 8 " @4$. !X,"]W;W)K+LM@" #-"@ & @($0% M>&PO=V]R:W-H965T&UI4$L!

A0#% @ 9X-F6;YG|CN% M!0 1A@ !@ (" !'A< 'AL+W=O#9EDW)-V750T ";! 8 " M=@=D< !X,"]W;W)K&PO=V]R:W-H965T&UI4$L! A0#% @ 9X-F67,1YVQ]!P -"$!@ M (";,"T

'AL+W=O#9EGYPX=@Y@(%,+ 8 " @0PU !X,"]W;W)K&PO=V]R:W-H965T&UI4$L! A0# M% @ 9X-F69EO@8 !D ("!H3H 'AL+W=O M&PO=V]R:W-H965T#9EFV=O&UI4$L! A0#%

@ 9X-F61". M]OQ?! &@H !D ("!Q50 'AL+W=O&PO=V]R:W-H965T#9EFKFP\THP(/T% 9 " @3]? !X,"]W;W)K&UI4$L! A0#% @ 9X-F6;.1,,FV"0 IQL !D M ("!&6('AL+W=O&PO

M=V]R:W-H965T#9EFC5,'G2 L M & C 9 " @5A] !X,"]W;W)K&UI4$L! A0#% @ 9X-F6L# W"0 &0 @(%,F0 >&PO=V]R:W-H965T#9EF++ L(2@, &X' 9 M " @7"=

!X,"]W;W)K&UI4$L! A0#% M @ 9X-F6<#'D, ^@ P +PD !D ("!\ 'AL+W=O&PO=V]R:W-H965T#9EGZ#Q'GQP0 *\ 9 " @;"G !X M,"]W;W)K&UI4$L! A0#% @ 9X-F69?5M]\M M!@

%Q$!D ("!KJP 'AL+W=O&PO=V]R:W-H965T# M9EDN !O3L (.@& 9 " @8.U !X,"]W;W)K&UL4$L! A0#% @ 9X-F69#A$X+M P Y1(!D M ("!:K@ 'AL+W=O&PO=V]R M:W-

H965T#9EFI-+K95P(0% M 9 " @?G !X,"]W;W)K&UL4$L! A0#% @ 9X-F6>T\H \L!P ;T(!D ("!A\, M 'AL+W=O&PO=V]R:W-H965T#9EF'-$#B"0L (0\ 9 M " @=W-

!X,"]W;W)K&UL4$L! A0#% @ M9X-F6;(2J1"@ -G, !D ("!'=D 'AL+W=O&PO=V]R:W-H965T#9EE'NH0Y! _ +L(9 " @1[H !X,"]W M;W)K&UL4$L! A0#% @ 9X-F6>55'99C P MA@L

!D ("!6>L 'AL+W=OUX, "S= &0 @('S M[@ >&PO=V]R:W-H965T#9ED$ MS[S4IP, /80 9 " @8C[!X,"]W;W)K&UL4$L! A0#% @ 9X-F65) PXP! 2Q(!D M ("!9O)

*'AL+W=O&PO=V]R:W-H M965T#9EF>&UL4$L! M A0#% @ 9X-F6;>&PO=V]R:W-H965T#9EGJ@'T; ,0 -3 " M =P2 0!X,"]S='EL97,N>&UL4$L! A0#% @ 9X-F69>*NQS $P(M*

*L (!0!8! %]R96QS+RYR96QS4$L! A0#% @ 9X-F M65PCH#<9! O1T ((!*1#9EE'&"YI $)L; : " 6\; M 0!X;"]?#9EDN MTOC K@$,H: 3 "4L= 0!;0V]N=&5N=%]4>7!E&UL4$L!@ T*

#0 (PX "H? 0 $! end XML 53 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show= {};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE') {var ref=((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0); e.removeAttribute('id');a.parentNode.appendChild(e)}}

if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none'};Show.toggleNext=function(a){var e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p ;if(e.style.display=='none'){d='block';p='-'}else{d='none';p='+'} e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 54 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 56 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 208 272 1 false 45 0 false 8 false false R1.htm 100000 - Document - Document and Entity Information Sheet http://preludetx.com/20240930/taxonomy/role/Role_DocumentDocumentAndEntityInformation Document and Entity Information Cover 1 false false R2.htm 100010 - Statement - BALANCE SHEETS Sheet http://preludetx.com/20240930/taxonomy/role/StatementBalanceSheets1 BALANCE SHEETS Statements 2 false false R3.htm 100030 - Statement - BALANCE SHEETS (PARENTHETICAL) Sheet http://preludetx.com/20240930/taxonomy/role/StatementBalanceSheetsParenthetical BALANCE SHEETS (PARENTHETICAL) Statements 3 false false R4.htm 100050 - Statement - STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (UNAUDITED) Sheet http://preludetx.com/20240930/taxonomy/role/Role_StatementSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSSUNAUDITED STATEMENTS OF OPERATIONS AND COMPREHENSIVE LOSS (UNAUDITED) Statements 4 false false R5.htm 100070 - Statement - STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED) Sheet http://preludetx.com/20240930/taxonomy/role/StatementStatementsOfChangesInStockholdersEquityUnaudited STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED) Statements 5 false false R6.htm 100090 - Statement - STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED) (PARENTHETICAL) Sheet http://preludetx.com/20240930/taxonomy/role/StatementStatementsOfChangesInStockholdersEquityUnauditedParenthetical STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY (UNAUDITED) (PARENTHETICAL) Statements 6 false false R7.htm 100100 - Statement - STATEMENTS OF CASH FLOWS (UNAUDITED) Sheet http://preludetx.com/20240930/taxonomy/role/Role_StatementSTATEMENTSOFCASHFLOWSUNAUDITED STATEMENTS OF CASH FLOWS (UNAUDITED) Statements 7 false false R8.htm 995410 - Disclosure - Pay vs Performance Disclosure Sheet http://xbrl.sec.gov/ecd/role/PvpDisclosure Pay vs Performance Disclosure Notes 8 false false R9.htm 995445 - Disclosure - Insider Trading Arrangements Sheet http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements Insider Trading Arrangements Notes 9 false false R10.htm 995455 - Disclosure - Background Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureBackground Background Notes 10 false false R11.htm 995465 - Disclosure - Risks and Liquidity Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureRisksAndLiquidity Risks and Liquidity Notes 11 false false R12.htm 995475 - Disclosure - Summary of Significant Accounting Policies Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureSummaryOfSignificantAccountingPolicies Summary of Significant Accounting Policies Notes 12 false false R13.htm 995485 - Disclosure - Marketable Securities Sheet http://preludetx.com/20240930/taxonomy/role/DisclosureMarketableSecurities Marketable Securities Notes 13 false false R14.htm 995495 - Disclosure - Fair Value of Financial Instruments Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureFairValueOfFinancialInstruments Fair Value of Financial Instruments Notes 14 false false R15.htm 995505 - Disclosure - Accrued Expenses and Other Current Liabilities Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureAccruedExpensesAndOtherCurrentLiabilities Accrued Expenses and Other Current Liabilities Notes 15 false false R16.htm 995515 - Disclosure - Common Stock Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureCommonStock Common Stock Notes 16 false false R17.htm 995525 - Disclosure - Commitments Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureCommitments Commitments Notes 17 false false R18.htm 995535 - Disclosure - Stock-Based Compensation Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensation Stock-Based Compensation Notes 18 false false R19.htm 995555 - Disclosure - Summary of Significant Accounting Policies (Policies) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureSummaryOfSignificantAccountingPoliciesPolicies Summary of Significant Accounting Policies (Policies) Policies http://preludetx.com/20240930/taxonomy/role/Role_DisclosureSummaryOfSignificantAccountingPolicies 19 false false R20.htm 995565 - Disclosure - Summary of Significant Accounting Policies (Tables) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureSummaryOfSignificantAccountingPoliciesTables Summary of Significant Accounting Policies (Tables) Tables http://preludetx.com/20240930/taxonomy/role/Role_DisclosureSummaryOfSignificantAccountingPolicies 20 false false R21.htm 995575 - Disclosure - Marketable Securities (Tables) Sheet http://preludetx.com/20240930/taxonomy/role/DisclosureMarketableSecuritiesTables Marketable Securities (Tables) Tables http://preludetx.com/20240930/taxonomy/role/DisclosureMarketableSecurities 21 false false R22.htm 995585 - Disclosure - Fair Value of Financial Instruments (Tables) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureFairValueOfFinancialInstrumentsTables Fair Value of Financial Instruments (Tables) Tables http://preludetx.com/20240930/taxonomy/role/Role_DisclosureFairValueOfFinancialInstruments 22 false false R23.htm 995595 - Disclosure - Accrued Expenses and Other Current Liabilities (Tables) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureAccruedExpensesAndOtherCurrentLiabilitiesTables Accrued Expenses and Other Current Liabilities (Tables) Tables http://preludetx.com/20240930/taxonomy/role/Role_DisclosureAccruedExpensesAndOtherCurrentLiabilities 23 false false R24.htm 995605 - Disclosure - Commitments (Tables) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureCommitmentsTables Commitments (Tables) Tables http://preludetx.com/20240930/taxonomy/role/Role_DisclosureCommitments 24 false false R25.htm 995615 - Disclosure - Stock-Based Compensation (Tables) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationTables Stock-Based Compensation (Tables) Tables http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensation 25 false false R26.htm 995625 - Disclosure - Risks and Liquidity - Additional Information (Details) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureRisksAndLiquidityAdditionalInformationDetails Risks and Liquidity - Additional Information (Details) Details 26 false false R27.htm 995635 - Disclosure - Summary of Significant Accounting Policies - Schedule of Reconciliation of Cash and Cash Equivalents and Restricted Cash (Details) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureSummaryOfSignificantAccountingPoliciesScheduleOfReconciliationOfCashAndCashEquivalentsAndRestrictedCash Summary of Significant Accounting Policies - 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Disclosure - Marketable Securities - Additional Information (Details) Sheet http://preludetx.com/20240930/taxonomy/role/DisclosureMarketableSecuritiesAdditionalInformationDetails Marketable Securities - Additional Information (Details) Details 30 false false R31.htm 995685 - Disclosure - Fair Value of Financial Instruments - Schedule of Assets and Liabilities Measured at Fair Value on Recurring Basis (Details) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureFairValueOfFinancialInstrumentsScheduleOfAssetsAndLiabilitiesMeasuredAtFairValueOnRecurringBasisDetails Fair Value of Financial Instruments - Schedule of Assets and Liabilities Measured at Fair Value on Recurring Basis (Details) Details 31 false false R32.htm 995695 - Disclosure - Accrued Expenses and Other Current Liabilities - Summary of Accrued Expenses and Other Current Liabilities (Details) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureAccruedExpensesAndOtherCurrentLiabilitiesSummaryOfAccruedExpensesAndOtherCurrentLiabilitiesDetails Accrued Expenses and Other Current Liabilities - 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Stock-Based Compensation - Summary of Activity related to RSU Stock-Based Payment Awards (Details) Sheet http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfActivityRelatedToRSUStockBasedPaymentAwardsDetails Stock-Based Compensation - Summary of Activity related to RSU Stock-Based Payment Awards (Details) Details 44 false false All Reports Book All Reports prld-20240930.htm prld-20240930.xsd http://fasb.org/us-gaap/2024 http://xbrl.sec.gov/dei/2024 http://xbrl.sec.gov/ecd/2024 false false JSON 58 MetaLinks.json IDEA: XBRL DOCUMENT { "version": "2.2", "instance": { "prld-20240930.htm": { "nsprefix": "prld", "nsuri": "http://preludetx.com/20240930", "dts": { "inline": { "local": ["prld-20240930.htm"] }, "schema": { "local": ["prld-20240930.xsd"], "remote": ["http://www.xbrl.org/2003/xbrl-instance-2003-12-31.xsd", "http://www.xbrl.org/2003/xbrl-linkbase-2003-12-31.xsd", "http://www.xbrl.org/2003/xl-2003-12-31.xsd", "http://www.xbrl.org/2003/xlink-2003-12-31.xsd", "http://www.xbrl.org/2005/xbrldt-2005.xsd", "http://www.xbrl.org/2006/ref-*

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Disclosure - Commitments - Schedule of Future Minimum Annual Lease Payments Under Operating and Finance Lease (Details)", "shortName": "Commitments - Schedule of Future Minimum Annual Lease Payments Under Operating and Finance Lease (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "37", "firstAnchor": { "contextRef": "C_5b51a45b-d368-4c0e-b346-d1526d0329e6", "name": "us-gaap:LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "prld:LesseeOperatingLeaseLiabilityAndFinanceLeaseLiabilityToBePaidMaturityTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_5b51a45b-d368-4c0e-b346-d1526d0329e6", "name": "us-gaap:LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "prld:LesseeOperatingLeaseLiabilityAndFinanceLeaseLiabilityToBePaidMaturityTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true } }, "R38": { "role": "http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationAdditionalInformationDetails", "longName": "995755 - 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Disclosure - Stock-Based Compensation - Schedule of Stock-Based Compensation Expense Recorded in Statements of Operations (Details)", "shortName": "Stock-Based Compensation - Schedule of Stock-Based Compensation Expense Recorded in Statements of Operations (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "39", "firstAnchor": { "contextRef": "C_1c60a115-bfe7-4706-a7b9-e8b8d1dddd9f", "name": "us-gaap:AllocatedShareBasedCompensationExpense", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "ix:continuation", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true }, "uniqueAnchor": { "contextRef": "C_fa8dddaa-5323-4b94-910b-4076f8b1c643", "name": "us-gaap:AllocatedShareBasedCompensationExpense", "unitRef": "U_USD", "xsiNil": "false", "lang": null, "decimals": "-3", "ancestors": ["span", "p", "td", "tr", "table", "ix:continuation", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "unique": true } }, "R40": { "role": "http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfStockOptionActivityDetails", "longName": "995775 - Disclosure - Stock-Based Compensation - Summary of Stock Option Activity (Details)", "shortName": "Stock-Based Compensation - Summary of Stock Option Activity (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "40", "firstAnchor": { "contextRef": "C_95b73e3f-1a07-456b-922c-56fd204449df", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "INF", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true }, "uniqueAnchor": { "contextRef": "C_98c2c556-0129-4a01-b984-ebdd8e2e6ba9", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "INF", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "unique": true } }, "R41": { "role": "http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfInformationAboutStockOptionsOutstandingDetails", "longName": "995785 - Disclosure - Stock-Based Compensation - Summary of Information about Stock Options Outstanding (Details)", "shortName": "Stock-Based Compensation - Summary of Information about Stock Options Outstanding (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "41", "firstAnchor": { "contextRef": "C_5b51a45b-d368-4c0e-b346-d1526d0329e6", "name": "us-gaap:ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeNumberOfOutstandingOptions", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "0", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:ScheduleOfShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_5b51a45b-d368-4c0e-b346-d1526d0329e6", "name": "us-gaap:ShareBasedCompensationSharesAuthorizedUnderStockOptionPlansExercisePriceRangeNumberOfOutstandingOptions", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "0", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:ScheduleOfShareBasedCompensationSharesAuthorizedUnderStockOptionPlansByExercisePriceRangeTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true } }, "R42": { "role": "http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationScheduleOfFairValueOfEachOptionEstimatedOnDateOfGrantUsingWeightedAverageAss "longName": "995795 - Disclosure - Stock-Based Compensation - Schedule of Fair Value of Each Option Estimated on Date of Grant Using Weighted Average Assumptions (Details)", "shortName": "Stock-Based Compensation - Schedule of Fair Value of Each Option Estimated on Date of Grant Using Weighted Average Assumptions (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "42", "firstAnchor": { "contextRef": "C_b4be4f57-7c42-45c3-b70e-e1d4ca7d0555", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate", "unitRef": "U_pure", "xsiNil": "false", "lang": null, "decimals": "4", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_b4be4f57-7c42-45c3-b70e-e1d4ca7d0555", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate", "unitRef": "U_pure", "xsiNil": "false", "lang": null, "decimals": "4", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true } }, "R43": { "role": "http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfActivityRelatedToRSAStockBasedPaymentAwardsDetails", "longName": "995805 - Disclosure - Stock-Based Compensation - Summary of Activity related to RSA Stock-Based Payment Awards (Details)", "shortName": "Stock-Based Compensation - Summary of Activity related to RSA Stock-Based Payment Awards (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "43", "firstAnchor": { "contextRef": "C_0e16e1d6-9115-4dc4-9f90-06882e3376bd", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "INF", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:NonvestedRestrictedStockSharesActivityTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_0e16e1d6-9115-4dc4-9f90-06882e3376bd", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "INF", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:NonvestedRestrictedStockSharesActivityTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true } }, "R44": { "role": "http://preludetx.com/20240930/taxonomy/role/Role_DisclosureStockBasedCompensationSummaryOfActivityRelatedToRSUStockBasedPaymentAwardsDetails", "longName": "995815 - Disclosure - Stock-Based Compensation - Summary of Activity related to RSU Stock-Based Payment Awards (Details)", "shortName": "Stock-Based Compensation - Summary of Activity related to RSU Stock-Based Payment Awards (Details)", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "44", "firstAnchor": { "contextRef": "C_9354ca3b-f3c8-4046-be58-2de4affefccc", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "INF", "ancestors": ["span", "p", "td", "tr", "table", "us-gaap:ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "C_9354ca3b-f3c8-4046-be58-2de4affefccc", "name": "us-gaap:ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "unitRef": "U_shares", "xsiNil": "false", "lang": null, "decimals": "INF", "ancestors": ["span", "p", "td", "tr", "table", "us-

gaap:ScheduleOfNonvestedRestrictedStockUnitsActivityTableTextBlock", "div", "ix:continuation", "div", "body", "html"], "reportCount": 1, "baseRef": "prld-20240930.htm", "first": true, "unique": true } } }, "tag": { "us-gaap_AccountingPoliciesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountingPoliciesAbstract", "lang": { "en-us": { "role": { "label": "Accounting Policies [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AccountingStandardsUpdate201613Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountingStandardsUpdate201613Member", "presentation": ["http://preludetx.com/20240930/taxonomy/role/Role_DisclosureSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Accounting Standards Update 2016-13 [Member]", "terseLabel": "ASU 2016-13", "documentation": "Accounting Standards Update 2016-13 Financial Instruments-Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments." } } }, "auth_ref": ["r226"] }, "us-gaap_AccountingStandardsUpdate202006Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountingStandardsUpdate202006Member", "presentation": ["http://preludetx.com/20240930/taxonomy/role/Role_DisclosureSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "ASU 2020-06", "label": "Accounting Standards Update 2020-06 [Member]", "documentation": "Accounting Standards Update 2020-06 Debt - Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging - Contracts in Entity's Own Equity (Subtopic 815-40): Accounting for Convertible Instruments and Contracts in an Entity's Own Equity." } } }, "auth_ref": ["r389", "r390", "r391", "r392", "r393", "r394", "r395", "r396", "r397", "r398", "r399"] }, "us-gaap_AccountingStandardsUpdateExtensibleList": { "xbrltype": "enumerationSetItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountingStandardsUpdateExtensibleList", "presentation": ["http://preludetx.com/20240930/taxonomy/role/Role_DisclosureSummaryOfSignificantAccountingPoliciesAdditionalInformationDetails"], "lang": { "en-us": { "role": { "label": "Accounting Standards Update [Extensible Enumeration]", "terseLabel": "Change in accounting principle", "documentation": "Indicates amendment to accounting standards." } } }, "auth_ref": ["r107", "r108", "r109", "r110", "r111", "r112", "r150", "r151", "r152", "r189", "r190", "r228", "r229", "r230", "r231", "r232", "r233", "r234", "r235", "r236", "r249", "r250", "r253", "r346", "r347", "r348", "r349", "r350", "r351", "r352", "r353", "r354", "r355", "r356", "r357", "r358", "r359", "r360", "r361", "r362", "r363", "r364", "r365", "r366", "r376", "r377", "r378", "r389", "r390", "r391", "r392", "r393", "r394", "r395", "r396", "r397", "r398", "r399", "r425", "r426", "r436", "r455", "r456", "r457", "r458", "r459", "r460", "r528", "r529", "r530", "r531", "r532", "r533", "r534", "r535", "r536", "r537", "r538", "r539", "r802"] }, "us-gaap_AccountsPayableCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableCurrent", "crdr": "credit", "presentation": ["http://preludetx.com/20240930/taxonomy/role/StatementBalanceSheets1"], "lang": { "en-us": { "role": { "label": "Accounts Payable, Current", "terseLabel": "Accounts payable", "totalLabel": "Accounts Payable, Current, Total", "documentation": "Carrying 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)." } } }, "auth_ref": ["r45", "r670"] }, "us-gaap_AccretionAmortizationOfDiscountsAndPremiumsInvestments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccretionAmortizationOfDiscountsAndPremiumsInvestments", "crdr": "credit", "presentation": ["http://preludetx.com/20240930/taxonomy/role/Role_StatementSTATEMENTSOFCASHFLOWSUNAUDITED"], "lang": { "en-us": { "role": { "label": "Accretion (Amortization) of Discounts and Premiums, Investments", "negatedLabel": "Amortization of premium and discount on marketable securities, net", "documentation": "The sum of the periodic adjustments of the differences between securities' face values and purchase prices that are charged against earnings. This is called accretion if the security was purchased at a discount and amortization if it was purchased at premium. As a noncash item, this element is an adjustment to net income when calculating cash provided by or used in operations using the indirect method." } } }, "auth_ref": ["r67"] }, "prld_AccruedExpensesAndOtherCurrentLiabilitiesTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://preludetx.com/20240930", "localname": "AccruedExpensesAndOtherCurrentLiabilitiesTextBlock", "presentation": ["http://preludetx.com/20240930/taxonomy/role/Role_DisclosureAccruedExpensesAndOtherCurrentLiabilities"], "lang": { "en-us": { "role": { "documentation": "Accrued expenses and other current liabilities.", "label": "Accrued Expenses And Other Current Liabilities [Text Block]", "terseLabel": "Accrued Expenses and Other Current Liabilities" } } }, "auth_ref": [] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "presentation": ["http://preludetx.com/20240930/taxonomy/role/Role_DisclosureAccruedExpensesAndOtherCurrentLiabilitiesSummaryOfAccruedExpensesAndOtherCurrentLiabilitiesDetails", "http://preludetx.com/20240930/taxonomy/role/StatementBalanceSheets1"], "lang": { "en-us": { "role": { "label": "Accrued Liabilities, Current", "terseLabel": "Accrued expenses and other current liabilities", "totalLabel": "Accrued expenses and other current liabilities", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r47"] }, "prld_AccruedResearchAndDevelopmentLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://preludetx.com/20240930", "localname": "AccruedResearchAndDevelopmentLiabilitiesCurrent", "crdr": "credit", "presentation": ["http://preludetx.com/20240930/taxonomy/role/Role_DisclosureAccruedExpensesAndOtherCurrentLiabilitiesSummaryOfAccruedExpensesAndOtherCurrentLiabilitiesDetails"], "lang": { "en-us": { "role": { "documentation": "Accrued research and development liabilities, current.", "label": "Accrued Research And Development Liabilities Current", "terseLabel": "Research and development" } } }, "auth_ref": [] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "presentation": ["http://preludetx.com/20240930/taxonomy/role/StatementBalanceSheets1"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive income", "label": "Accumulated Other Comprehensive Income (Loss), Net of Tax", "totalLabel": "Accumulated Other Comprehensive Income (Loss), Net of Tax, Total", "documentation": "Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source." } } }, "auth_ref": ["r14", "r15", "r60", "r122", "r513", "r535", "r539"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": ["http://preludetx.com/20240930/taxonomy/role/StatementStatementsOfChangesInStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Other Comprehensive 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", "r15", "r381", "r384", "r460", "r530", "r531", "r791", "r792", "r793", "r799", "r800", "r801", "r804"] }, "prld_ActivePharmaceuticalIngredientTransferMember": { "xbrltype": "domainItemType", "nsuri": "http://preludetx.com/20240930", "localname": "ActivePharmaceuticalIngredientTransferMember", "presentation": ["http://preludetx.com/20240930/taxonomy/role/Role_DisclosureCommitmentsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "API Transfer", "label": "Active Pharmaceutical Ingredient Transfer [Member]", "documentation": "Active Pharmaceutical Ingredient Transfer [Member]" } } }, "auth_ref": [] }, "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": { "label": "Additional 402(v) Disclosure [Text Block]", "terseLabel": "Additional 402(v) Disclosure" } } }, "auth_ref": ["r721"] }, "prld_AdditionalGrantForDevelopmentOfLabSpace": { "xbrltype": "monetaryItemType", "nsuri": "http://preludetx.com/20240930", "localname": "AdditionalGrantForDevelopmentOfLabSpace", "crdr": "debit", "presentation": ["http://preludetx.com/20240930/taxonomy/role/Role_DisclosureCommitmentsAdditionalInformationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Additional grant for development of lab space", "label": "Additional Grant For Development Of Lab Space", "documentation": "Additional grant for the development of lab space." } } }, "auth_ref": [] }, "us-gaap_AdditionalPaidInCapitalCommonStock": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalCommonStock", "crdr": "credit", "presentation": ["http://preludetx.com/20240930/taxonomy/role/StatementBalanceSheets1"], "lang": { "en-us": { "role": { "label": "Additional Paid in Capital, Common Stock", "terseLabel": "Additional paid-in capital", "documentation": "Value received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital." } } }, "auth_ref": ["r55"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://preludetx.com/20240930/taxonomy/role/StatementStatementsOfChangesInStockholdersEquityUnaudited"], "lang": { "en-us": { "role": { "label": "Additional Paid-in Capital [Member]", "terseLabel": "Additional Paid-in Capital", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r549", "r799", "r800", "r801", "r804", "r854", "r884"] }, "ecd_AdjToCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AdjToCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { 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[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":
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price 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": [ "r288" ] }, "us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights": { "xbrltype": "sharesItemType", "nsuri":
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common stock", "label": "Class of Warrant or Right, Number of Securities Called by Warrants or Rights", "documentation": "Number of securities into which the class of
warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares." } } }, "auth_ref": [ "r288" ] },
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"http://preludetx.com/20240930/taxonomy/role/Role_DisclosureFairValueOfFinancialInstrumentsScheduleOfAssetsAndLiabilitiesMeasuredAtFairValueOnRecurringBasisDetails"
], "lang": { "en-us": { "role": { "label": "Commercial Paper [Member]", "terseLabel": "Commercial Paper", "documentation": "Unsecured promissory note (generally negotiable)
that provides institutions with short-term funds." } } }, "auth_ref": [ "r72", "r259", "r678", "r679", "r680", "r681" ] }, "us-gaap_CommitmentsAndContingencies": { "xbrltype":
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arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a)
possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately
be resolved when one or more future events that are deemed likely to occur do occur or fail to occur." } } }, "auth_ref": [ "r51", "r88", "r511", "r570" ] }, "us-
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arrangements in which the entity has agreed to expend funds to procure goods or services, or has agreed to commit resources to supply goods or services, and operating lease
arrangements. Descriptions may include identification of the specific goods and services, period of time covered, minimum quantities and amounts, and cancellation rights." }
} }, "auth_ref": [ "r71" ] }, "prld_CommonStockAdditionalCapitalSharesReservedForFutureIssuance": { "xbrltype": "sharesItemType", "nsuri": "http://preludetx.com/20240930",
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Authorized", "terseLabel": "Common stock, shares authorized", "documentation": "The maximum number of common shares permitted to be issued by an entity's charter and
bylaws." } } }, "auth_ref": [ "r54", "r571" ] }, "us-gaap_CommonStockSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":
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to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and
owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": [
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Balance", "periodEndLabel": "Common Stock, Shares, Outstanding, Ending Balance", "documentation": "Number of shares of common stock outstanding. Common stock
represent the ownership interest in a corporation." } } }, "auth_ref": [ "r8", "r54", "r571", "r589", "r804", "r885" ] }, "us-gaap_CommonStockValue": { "xbrltype":
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stock", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item
includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another
section within stockholders' equity." } } }, "auth_ref": [ "r54", "r512", "r670" ] }, "us-gaap_CommonStockVotingRights": { "xbrltype": "stringItemType", "nsuri":
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"http://preludetx.com/20240930/taxonomy/role/Role_DisclosureCommonStockAdditionalInformationDetails" ], "lang": { "en-us": { "role": { "label": "Common Stock, Voting Rights", "terseLabel": "Common stock, voting rights", "documentation": "Description of voting rights of common stock. Includes eligibility to vote and votes per share owned. Include also, if any, unusual voting rights." } } }, "auth_ref": [ "r27" ] }, "ecd_CompActuallyPaidVsCoSelectedMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsCoSelectedMeasureTextBlock", "presentation": [ "http://xbrl.sec.gov/ecd/role/PvpDisclosure" ], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Company Selected Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Company Selected Measure" } } }, "auth_ref": [ "r738" ] }, "ecd_CompActuallyPaidVsNetIncomeTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsNetIncomeTextBlock", "presentation": [ "http://xbrl.sec.gov/ecd/role/PvpDisclosure" ], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Net Income [Text Block]", "terseLabel": "Compensation Actually Paid vs. Net Income" } } }, "auth_ref": [ "r737" ] }, "ecd_CompActuallyPaidVsOtherMeasureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsOtherMeasureTextBlock", "presentation": [ "http://xbrl.sec.gov/ecd/role/PvpDisclosure" ], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Other Measure [Text Block]", "terseLabel": "Compensation Actually Paid vs. Other Measure" } } }, "auth_ref": [ "r739" ] }, "ecd_CompActuallyPaidVsTotalShareholderRtnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CompActuallyPaidVsTotalShareholderRtnTextBlock", "presentation": [ "http://xbrl.sec.gov/ecd/role/PvpDisclosure" ], "lang": { "en-us": { "role": { "label": "Compensation Actually Paid vs. Total Shareholder Return [Text Block]", "terseLabel": "Compensation Actually Paid vs. Total Shareholder Return" } } }, "auth_ref": [ "r736" ] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "presentation": [
"http://preludetx.com/20240930/taxonomy/role/Role_StatementSTATEMENTSOFOPERATIONSANDCOMPREHENSIVELOSSUNAUDITED" ], "lang": { "en-us": { "role": { "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "totalLabel": "Comprehensive loss", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": [ "r16", "r128", "r130", "r135", "r503", "r521", "r522" ] }, "us-gaap_CorporateDebtSecuritiesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CorporateDebtSecuritiesMember", "presentation": [ "http://preludetx.com/20240930/taxonomy/role/DisclosureMarketableSecuritiesScheduleOfMarketableSecuritiesDetails",
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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": [ "r452" ] }, "us-gaap_FinanceLeaseLiabilityPaymentsDueYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsDueYearFour", "crdr": "credit", "presentation": [ "http://preludetx.com/20240930/taxonomy/role/DisclosureCommitmentsScheduleOfFutureMinimumAnnualLeasePaymentsUnderOperatingAndFinanceLeaseDetails" ], "lang": { "en-us": { "role": { "label": "Finance Lease, Liability, to be Paid, Year Four", "terseLabel": "2028", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance lease to be paid in fourth fiscal year following current fiscal year. 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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": [ "r452" ] }, "us-gaap_FinanceLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FinanceLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "presentation": [ "http://preludetx.com/20240930/taxonomy/role/DisclosureCommitmentsScheduleOfFutureMinimumAnnualLeasePaymentsUnderOperatingAndFinanceLeaseDetails" ], "lang": { "en-us": { "role": { "label": "Finance Lease, Liability, to be Paid, Remainder of Fiscal Year", "terseLabel": "2024 (remaining)", "documentation": "Amount of lessee's undiscounted obligation for lease payment for finance lease to be paid in remainder of current fiscal year." } } }, "auth_ref": [ "r867" ] }, "us-gaap_FinanceLeaseLiabilityUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": 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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": [ "r856", "r857" ] }, "us-
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example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service
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requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement." } } }, "auth_ref": [ "r320" ] }, "us-
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the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable." } } }, "auth_ref": [
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OM+&*?CJIX>#^'7 M)P=^\FDPVJS\;#K^7X.#P_$$R7SZ_-"G@L6:E3T\>E[6@.O# .[-BCU_T@PB M#3Z?/B,- ZL.A/RY<'"CUE\'19GD53:_.#F*'4?/K5S;M!D@4+S_&"8*"<0J MY8G,QA GA2:99^E8DM9:G-#('Y2WP&!S>S:9X-1>H@SPP[^#G^R,4D'NDTD? M3=]!QN7XZ&SD42E- *...2$\9"FN4"DLB Z%2,X!+>XZ/9UZJ0)+0ELA(@00A-4E,<9VHX Z0F&:CP?P+ M'SY^V'N!"%(/-D>#(?+U9 ;(TM<-/;*H+", ^9, "%91[$X& -0)D4,89?X^A M.Q7P.2(3YJG!Q^M ';>1*)T3IU)*E *MAWZ1)#1/F6KD*:V4+2QFB=.VP + ' M&06N:-+?CGRN:\%K0#6CT:QV\X<:MNH:IGM3!(8RI[\U!H&!'=>#LE8[9Q+O M}:'>WFE['ON>// #V\GX$";3X[=#1%-A2%N- 6&]B8CR[*#(FD $A/T+]VR]%0=RL&WT,!U;(S4YL?]2<"9$04JS0DDB.=.&4$40!!6JY3>]Q 4Z^"@V(@GOXU2.7O/(!) MU0P;KE1MME]WXOP^>V73Q]7PZ>R:O, $[!LZ' XB(/!W 0\!5I<%#V$0VJ M,XHXV_.RY CT8Q3PHX;-CP;UD]!.,]M"85\H 6G"#]*KT;8 '$S]5%/EF--)ZC7?SG>H'Z+*EG;\ M9(1 7K>_CW-K:/L;HP6?*%$7K]QM.P"!1N.&Z**S&'RVHZ9H+SF T@*L#%W; M&E3P47S.(R//=*/"S^7\@(;:@''TIC#=LPZU>]XAC'[WDW^@+/%#]+<^3;"Y9?$@ M(58 $M*!DSRA]$5RE"X6],>GV\QD8B)(IVC7*/$,S/$):5 <3Y!A#^)L@M . M!CD9'Q3WX&&!O.H[_MZ)2<<<$305DA"<]B4,2GB'J/5<4$0&W49)9S0LGO=>? Z(P$OOA)*LS\K5RH MIZAC32$UV_8!E?3ZW=Z'A8H>7%'[B4>E(J9HS9LI43+)L:,OR&/ZJ*$4L.< MCZ:K.](9R7V!L^3M.4NV'*X]ZYA0[Z(Y(&=1+XB7 (1:5,NXS#9KN^;[6 S] M\>@VX/CC;!X> ^KK>S RO+V]*S;0F43(I.>$IE!$ G2 M$C1+]$^TLA11 NK%DT!/[I2G*#A? +N5XBW*+QM\K$"1JL M.=B@?&3052YI Z0>3O_GA#)61LU_ _B#_DP_BNYW=\KJ$BDW=W"\ M8KQS@_D=?#EX;-R0$_CG#$;Q^)J1G+NU?E>4J ER9VM#.G7AO$)Q.IE]HZEO M%=?=\8GF=KPVTMTFI0V3A(%&]HI.$>I=(V" @V!1Y]A9?:LXMKXQ_-Y_&;_? M\]J/TKOO^#3CN<"X]4HEM=]AO*5ML CA;ZC7(75=I,2Y,N]K2$5(X5<:?7^N M&;)A^NT.X).Z1>M(9]+DN7HT'CCED@5&'$!(@)APD]B,-&)#LB(5R6#CLKXD:BM:PD88CX.2 - CXNEQ>*$RF< MC:!9L9U%7!NZ]>-<78P&^*!:?>Z#Y-RWP3VRI,^HZR.XX,E(.!MM439GI;H M])9@1"8Z4UZT1"!6HQ4OHL^&F]QH=[>V#=V'KY_NTQD]Q#%>#M@092)C" 8H M/4) ?$I,*Y] *!]AZ_1*F=]\6F_-IOOCR>!?D#Z,$DP:$W'WL%POJDC]I^.= M(YC$00UO)X,(Y_S,C3IS^>++\6RR/GLJ60Q2$\=U1M-1(1XDG] @X3&BP_5OG/*EX, 2B]3:0QR)$F9](4ES:% M)D:.IX",1X#F]XG^N%TTT\K-XP4\YZW")%<^^2Y 3#1,@;,D6 @H8I@C@=-, M(]#01S)G7,@UAYB5^ 86X,-RV:@$$=#<3Q3-?2:(@RB(MUPRR:TWL,/F?NL" M83W/]3SC&.6Y02PRR'#6!X+;QA&A5?%,"@:OLU%Y)P+UOWR)FYKN3IK0YW.2 M]>T$7LY0HTLG=RPV']I%L]ES Z "BDAK4W&%!!*TX\1(SA)SP9G$NKHI[^#3 M *V<1KU^ZX^, (I^O<6U .KXZR.W2]4WQ>*80%Q,* M?2M"(LE'Z865/KC.'JE=>\1Y>L.'O3^/\-DU%PY259X 6'Z-6)M7>Q9KYFA M!OD]%.>"C*AL>*D3LD3#,W9P#/OZC9U,ZY113),!P;*9"*\$T1]%8E- ,)52 ME!0:]^ M,[+380$G/C6$#Y+;6AQ$EM230<>$FI<]%W=6OF3]ZS#7H]CO.0N0L; M\V<8H4 =;HW25CH8C$YLP.^P$FD,)($L()P'5/DEH6L.F=2K.:8WF?K M4@!#E&0438H4B U9$)5EBB M:-'9Y*#OAW//DRY]&,*27!LMTF]@5/]B$DLJ M(I$R2.*%!6("%TIS UEUU@/5]=SYV^:4M"@8 K-*!F&(MD:@(J8YL3YK@F)! MVF@3-]2SQV*/U%,AN"826F%/2HBT8>-022G) ,;N0B+"CV!H&@U!#0L&Q,*S MQ1:KR"PN=JL#["!0\B1<)*#C(^JA*$RBRXJGJ!FCJ6O:#U(OO34P7R#T M>ZV42) (&F8F1#/7$0",)KIRA4JZ=-%QQWUF'Z]HT]@X86D'D&*G2A!OF2YZ" M)[9D:W+%1&8IY]Q=Q\8#\X,_N12)-L6L#""'S,L1$64(VHB#!4"# DHS>)*K4 MNHG9"_5- YD&X#U($FA#03@[$N>*,\F7&4K_?G\!B MX^:;M+HM2*V\)&!C.O'?91<)=\I#-)IKV]F @ENE4]GSKWLUCW2BB>=$9F1::XD;]]>\8QLSS1Q*CG"7#1H7!NE4^<9SOU]0IY^'\'$\@^OJF0HVWIH[O!2F\1GU15,.RBD/*VSM;9'O.EBA%U,$X MXG(V1 ,EB \,)09#0DE"4"W677]OYE!C-75 2DT8Y3,CVLL;@8^KI>=FVK_=+EQ.\4?;ELQ]>WI+?<9^.YX%#)?6P4R&E.'T*2H.D6G4VW+9%N_%6IO&=6B7<>Z=52PB5 M&_? <55[J8P.16BCB8VGH)$R()CI A;8#L0\7H\)%6Y,7.#N0AF2'I,+V,I6X M'8\!FF52 LP]!+[R"YUW)O-6XG5N_M2\!>Y& T#I0*,=+K;>B]"%?$]!4!^H M$LXB277W6/.QEPA:C+]7'"U% <%%L&A)M@LSKK2.1R4T(!#>NL#,"8VM)K MRM:.2^M0).04!9',.V(CZNL,Z2!"U_%)9EZ*6UY'E-T:/)^.%HL-X1S5), " M8C53<5ZHU6<+*G=6%^YRC:8.U -=@5%E- 2VL7D@*;HC.'!DV24(A) $(_*%^$BJVRIS%ZN.R,NMTT0P[3 M)].'5+K-.IV(35)($:AGBR^+>-M#3D9 MW]GPL/X@:%&Z"V3+O$?]DLG2*P@H:II&$Q4,L]Z HHM/L+\K470L^&,QD [4 M&6E#(LK8@"9_.?HI=U$F)[A9[[UBPU<4=:LM9CSL45+'4""C]OPP6 M$99R 11!H";*P#L;G+$*ITRG+/:VA"L(&9* 2+1+]M3O+25C8B 1T':P.1O9 MW1.;=3]0? W2IBVV*%VF$C4F3$*(DTD.IO6J 9-0.C=*R") ^NTFVO%"[H^!D4 M\REX44Z>&9]1J!F6,W>2O!89@O5<=*X98(UB2%=C_H&A)DEJB"DY75)319S M[;4!&,>]R%&N>]3^\JLLK^!L %R,7G-%<<65CJX@\K MD58^946T3]9QW!G=W;R7;D6JM+HI*9X,"2%C/R"'BCQ"O=(L)"DT,JF[@9X MWDKU0&,8BG&#NL>+8KR,#QL\?,#55"&Q%*7B)"74(='>",11L"123:GR/+O8 MV5CS;BH>]ZDP"DEIX ZW,,,29:K4/72H?;@04@[,6LD[6U6CI6XXNR-8;C,< M1AAK"UE1]D69'7&^N"EUB094PB*?*Z,BRS]RSGKZ'V)MQLR &^,92CH4,R9ZL[6S2]Z[\V6E1(LH@["XH:.R^UA$]5]* 8)0&M+8,[)P1T M]M1T,:&S-[[^D9VK9VFX!9U0* M/1+2&A!)TD;6E$5FZI"5UE4(Z57:E(^<0 MC\7UGQ4S7&5&8]*BZ.64>.T0V7)20C)N/>LLW?8Y(G-RX"WJ(U9H@QM%>"K5 MHYBFI0@BJB=1!&N3]!QTUO)>*_6^"R++JJ1M1L.<- O4DDL6]9I'0P'W663C9 MW08G/>N?28*V@L"R,UQ TJ4Q*]KW#"6!.PYM3RE4Z8/C\MHWX%SUD4*;AJ,# M*T.V)#/<(^EL1+D=)7%)Y\"RV!&Z>Z2P_B5KNP#? GN4()>^/&UN:C@5BJ7?$ M>Y>UR8Y*LW"/ZAU\SRLHG)2]30EU%Z($/E8&AVS":&G'8W2V@44M.QN6U?GC M!'G[+6V3^(/WTH5 5,BHNZ3LB=6Y=!X- /"DC>RNL.I,+O."+,K@L^(R$N&X M0;52!N*41{DG4L]LIK;=5#3_OG_3%O)U 8 M%=+)';UQ[-XLU(,T)/C/02**P.9T&SXC*".TC:V4H"KFSZ#5KG00X54P8< M]6FT1Y + RK:1@)0QI/O;N!XVX38G4U!;5@;'8GFI51: DE\SHEH 5I:*X%U M.*1MB;Z!E^/9$CK%K\(S -,KY!C14)K.,[^)HS22: N;BAQU=PL%KY43?S$J M.66V.%L589Z5?IU-7QP DE*23 OF3%AXG:Z5>:$II\X8M$>4+9UG!"2"E@@C M/#F.BH[)478N0*G$-FR/9SB-R2$R^/$WQOW_@9QQ!.!^/8QM:13?*R.ZB[@Y MMWB*HE.OL W%@NB?>_ <#5'.92GUF62)B9(D98- \@/CE]<+/(,_@V!3+SP*A M(N;,4/,*\T*XH.DYI F5+ 2?6=C9?NTWE7:P!0$TSC"85F0!2527$2G*&612N%%^53"?/!KL2 M:W 1<]..:+,B)&4S2<:,D@DF2%#)DVP3U2)$)]&$\,Y]IO6B%!X;6"GA0](J M.7A:&!)RH8P4P3&TVG/H](E)]X6^UU14)P/(UH)HZCB1DG+Bs&*)\X)+ZVRP MOK- '*#U/+RB0DB8'/FH4NMJ7%$:CT(AG$HG".L>"Y)%U]H"Z:Q6;OK6T;IOV M)MI+>Z/ -+ "DB6-,H4I5(JVRH_@":SD(873HK$OM=A"]-LHM%"76I%(&V1+1 M12#6\- :Z==5%8T]DH]AV#NQ9)&D6CB6G2*0LH]D:-)H_54]OX+;^+ M^FJ.T)A"$9\] ABS@%(&Y;T'5H)>1#*:X5:?5<)H6OJVV+*DS%>;H.QW"%: M#HK 9.)Y*DVIH?)*4DARW7W? RW9RM:8U+GN-RT9.%B6)S+.R-8I0:J-SR=H_MZZZBK3H"M,W="M)R7MKK,9T*U-%2&YP3Q8NI6 D79,V0F(8 MF(@8CL"M#2MY 99X)TNG!!$#>(-"O;.5>I:.%_MEO" [HPP2SY$%XDP),N?4 M$D<=X)92,2%1'Z&S3IE. ^18[DB_U:)R)62G*@B*FI&5+@0^VTDH2T 9V/$EG MNQN&W34?4A=4WNR#YTJ5!'M/)+B,VZGP-Z]BI%%&&SO;CK-#- >!NI0:OH.8 M0A2)4(VD((NH]D(CO^K@>&!"N,57 M4+DK47S/_G^-2OZHAMO:_9V&<75]&%(T*,VSC="8^3F=^^!XF!^:.0TS(S*7/&E?2MDKXXD(-M3KI#$)%90B(PCA-/?4!M@*? LG5:NNV[F%L7_F@II M$R4S.1+PFJ.0=IIXE1SAQL[@)#*RZ*PUWBOT"^JSQ9W,3NM$HN%(%*5YD!=^MD)2B@9P]VGV=U=PZXISM$S97X"GF(3O+4&--HG@G&-H>-B9.4 G1 FT1[U)G MJVY_ORO+G%AI&,*MXY.]LRL@F&<@"'">B=0!T22@16AI@E(Z.[@,'R5V,_*P M1: 70@8PN42!Y=)-#"+Q(%GI31N\C#1XU5W5_3%"'"PF8$0(UWD"CG5ZY*! MR8CWQA&G,.K.%L?9P['X!\V$;.E/A09 425*S@\R81#(A&7]C8K9LE*F12_\M?//)^M]B?]= PS%KX"2B$5E"!07Q-FJB3$1M8?22L;]9 MF09$4B3"?#IO?HXNFQ)EAT-Y93!4=1% (%&4.$(4%Z7WS$0>>'<=U4L\9=H=K4W/ M!,E5R1M3)&96@KU$"1#PF5AGC-)!:!^[KUEV1/?_ED-7T-)<2N6=M(P8GT*! MXT""=XEH"D8Y.B"YA==O^M&5$K?'LF\!HO=;*2? TN('+5E?:$@1IPPGW!]@ M(L1@G5QWPE!]:Y>V;!TID[4N.V*X+G$PS6[IQ1%!OI"Q+])W-KQMY7%,"Y(< MRB]>]24\U?39$X;7O0"3Y*$HM1+U/,H M&FZ! S,|>\UI9\^>NZ84+ @/+21C 5G.%H=@AE)77P6"UE:(R6MGB*BW,Y2)E%AA@$CM JHU)99(6'91_OML:I7H/7GA)C2VM3 M(3GQQ(S,X1S)[331>#U M!_!=Q-(N:$]4>>5(@**^R25_A4**5-&+Y3']%U- DVN,]#;!3=V"N T4D;& MC/GK/JF6KK;X\GA>(+[M]+@+Z+;)06"IU0@Z0E* -*)%[F))9"+<$+)[K;E[U3M5KZ.M"K)>-@2OH7 MR4J5%JL$%VLD6CM>>*VT%"IUKKQ=;)Y\;^VV1@Z*404>K5W-;2!2>(?6;@+" M@<:@ Y>LNR0:$1I/&@AURMHZYMJ MII1ETHM$1"Y0EA1"&9>HKQFFHDPFPN(+MZ[,Y.^T#LFP2*R2C$@F1YEC9SMU7=/%9RD-&1:C9"D=&5 326Z2N+R4Q#E!B= F1BX]E=!9+W^' MD:O.,,YZ&+T'[>:0 W=K?S\GJI +V=NT@(-E1E M!%V23>DR'44YQO.<4,X@26"HSG96(/80 ,AI-RCFI0HD"6V1=BE:84}DICB M.E'!W>+5A]5-'CA 1$U6\0!$.N90IRU:%'3C@5.9ZOW>]9? /15*W=L2C M(&4;T?:R5"(N.ERGQ@ M$Q0*^XO))NE -I*7D1[%3%HOZ/-9"EQ4G'"H@6GE$-$[&SJR?(;%#Y(S%M T MBIRS(50ZE'LY^)X5"*Q(KBDLA3=;4W8K2.V-=&96C1:-6?"(H00YE!3DKK M!]6*,..99* D%YU-X%FE ZP#*H/F5IJ$3XRRU A+"8C3-I'$(,C.G!,,54#HQZ4)W5YAZI%7M_+\,.!PIJ):CT M* 6D+9U,IS"L:($%%)RB"HQ1=N6GLIL)]86US-@#.)IZ7YO0V<5)Z&! N M0O3&!)0-G;7[^Z)&E 2(VV:]B ;RW:4.8#F:#RF4>A3:07Q(UTM@T7ZT HR7 M#$IX80W-A_435FV:+!;M69]+B?%2V]'F2&SDQ7,&VBEOHDZ=-7>7[_%XR :0 M==: R,0;88AL? I.E$3CU.AL=/(0^"*^+07A=4)NL Z.S17F7?2FCIDB@P1)0 MW1*

*%SF#)HRI4,[E8W'V%, +7.O$K+#=5 .[7B=D M-0VJM>/)"48)2[QI'FI)<,*3I!3NLQ @NILUN11]YC&= VNGN1+6$ZJ81+G$ MX]QSF"1JN]D[JKI[#MPM8ZP[P4"=/DMJTXL8C!=-%66#DDDRY8B3VA,44"$G MFZW."R^EO"8N%U".NAQ(5!17*D1-K$>XR48)!RI;FSL+^5V6YHNI[%^ZM;-- M8(E&;8M(5+9(R+AYQE/0F8>2\+7NN[6"XC-M[A"+/'A1$C.A!+]91!YF*8'H M@E>&IV [&P33X1UJ4388'BF4LEK*^%+" '\+41EB(AHTUKK2?*'?H56FM!J1 M0^8F$*4$[I:!"\0[18F23@,(+H!WUIO6K>:7*W!G&<6;%A#LZ%%UY91600C.#$\% [.A5+>) FUO<)HEO.1C9]6K MKD6NKZ XD='*>P64\!(W*+.VQ&9O"$/52_I4@M<[Z[&X54,2W$PH6+2%BU2P M9GS8Z ++:D>R@H!BHW42B26BE2KU^)@G5LI(LI=<>!^CX9T+"BWM\LXV<@]% MOL?Y?NVD]W8R? CF>'/BV<+K=5>1/I=QYS5,IS#9S=L32(,% M:#H+L@UTM,D@XNL,N>1M(8)8(PB$)(1(F5K?V9S#5G)?*

*%SF#)HRI4,[E8W'V%, +7.O$K+#=5 .[7B=D M-0VJM>/)"48)2[QI'FI)<,*3I!3NLQ @NILUN11]YC&= VNGN1+6$ZJ81+G$ MX]QSF"1JN]D[JKI[#MPM8ZP[P4"=/DMJTXL8C!=-%66#DDDRY8B3VA,44"$G MFZW."R^EO"8N%U".NAQ(5!17*D1-K$>XR48)!RI;FSL+^5V6YHNI[%^ZM;-- M8(E&;8M(5+9(R+AYQE/0F8>2\+7NN[6"XC-M[A"+/'A1$C.A!+]91!YF*8'H M@E>&IV [&P33X1UJ4388'BF4LEK*^%+" '\+41EB(AHTUKK2?*'?H56FM!J1 M0^8F$*4$[I:!"\0[18F23@,(+H!WUIO6K>:7*W!G&<6;%A#LZ%%UY91600C.#$\% [.A5+>) FUO<)HEO.1C9]6K MKD6NKZ XD='*>P64\!(W*+.VQ&9O"$/52_I4@M<[Z[&X54,2W$PH6+2%BU2P M9GS8Z ++:D>R@H!BHW42B26BE2KU^)@G5LI(LI=<>!^CX9T+"BWM\LXV<@]% MOL?Y?NVD]W8R? CF>'/BV<+K=5>1/I=QYS5,IS#9S=L32(,% M:#H+L@UTM,D@XNL,N>1M(8)8(PB$)(1(F5K?V9S#5G)?*

*%SF#)HRI4,[E8W'V%, +7.O$K+#=5 .[7B=D M-0VJM>/)"48)2[QI'FI)<,*3I!3NLQ @NILUN11]YC&= VNGN1+6$ZJ81+G$ MX]QSF"1JN]D[JKI[#MPM8ZP[P4"=/DMJTXL8C!=-%66#DDDRY8B3VA,44"$G MFZW."R^EO"8N%U".NAQ(5!17*D1-K$>XR48)!RI;FSL+^5V6YHNI[%^ZM;-- M8(E&;8M(5+9(R+AYQE/0F8>2\+7NN[6"XC-M[A"+/'A1$C.A!+]91!YF*8'H M@E>&IV [&P33X1UJ4388'BF4LEK*^%+" '\+41EB(AHTUKK2?*'?H56FM!J1 M0^8F$*4$[I:!"\0[18F23@,(+H!WUIO6K>:7*W!G&<6;%A#LZ%%UY91600C.#$\% [.A5+>) FUO<)HEO.1C9]6K MKD6NKZ XD='*>P64\!(W*+.VQ&9O"$/52_I4@M<[Z[&X54,2W$PH6+2%BU2P M9GS8Z ++:D>R@H!BHW42B26BE2KU^)@G5LI(LI=<>!^CX9T+"BWM\LXV<@]% MOL?Y?NVD]W8R? CF>'/BV<+K=5>1/I=QYS5,IS#9S=L32(,% M:#H+L@UTM,D@XNL,N>1M(8)8(PB$)(1(F5K?V9S#5G)?*

UA0EC!0!>"#.EKBA-MG-()EJ$$RC'GX(*UJK,9SZ4CS1M_<+X!S:6.1!?'"*-[.4-(@(Y?13"-M:HZDC)-)@';$TU(KF)
<^J"@0\.DL9,==]J*SV43KU8+P(FNJMKPH+EFG2^)&
MH*7^OF;$@5&H4TM=RJQ*T=W"'8\Z&')!2.U1'R_E((QTJGB%#?':<53.A18F-ML^CB@VYKO(89:-
VAG0@94=\2YTH^.9K@)&3K"21.A6_.?'>A9$'^^^XXRU/6-M*I74/&N:I%]%O(WX#[98E&K+D.DI'+/><1&!6ICIW-
_.DD,+4I-'+T-MW"=)O"Q.W%(1VT9O"1.)*I%LX;>N[LUB\E!7*#-FH\%\7SY\/$0UY&S=#^9J-MR6\GS\!?
3Q]P>N7T[_*$*YY6_S-/+SUM-IULE@L_^JRF:_@U8YM?_,$GGB9U-M7'IFH\N?
7OW!AY;#V^+&1Q)!TM@ZP(6/_L5X./23N@EB/WM;&GQ&:CS_B#?)(-MY\C2X\FW-QK48\F9V?RP]^)[P[GT_?+A"QB-#Q!-
KGCL;=?NPB.>71S]#:NQ-M]^+2ZMYR,E<\K7C3K]ZL;]*D:C)X?-MCNLF(-R?-_0EP>'YDW,/.3Q]1!A/\/%D.C[P)?JW?C
CTYO-M#./I=-'R-]Q:D('XX^#3:'$*>EE'5AWYT.IXO^TCP!#^)L'DX-?)EX@_/O5N<-MCN2ZM^&KO@S2='\S#Z:D-:91>
<=__H%I^OR79^55N-R'%Q=A-7.+^%Z8?#N[-M.!Z.)YM_H,U_SZ^?ZY?Y3H;Q,)U?
>'/'V7]X\^K]SHMJ[_W6^YV]Q[H(>SO;-M']Z]>O]J9Z_:>O.BVOGO[;]LO?GS3K6]^_OOK_;V7NV^6?>5X7=#A(
MIW=.FE4HH[AQ96^_%;G>L/*P9[IG_=C#7O'J?_TNY_\H]H=P<\KGOX-6ZO;W-JI1S/C&S.DO!GY-MNPRT7"5#?SR>3?
%I1Y">SY_,*'V*/'CRA5A,X<,:-FLX],5_A6_#A^/3)Z>/-M_CRH!V$P1-M[_3NDYOPKG0V\^;ALCSXJ$RVC.)D
KAZ1\^?/+OF*T[?])U?-MGDTGWP[JQ%1K-O/*1?^"\R-A-OX?F\V_I'QPQ;A/$;&!2%P9AJ;?9YA,!]$/-M3S8:J>0,."?
QE!]>%7M'1\@)_UQH_:CFM0H$?)U-MDE,9;3SSE-1A&"G)0<13(XH3UH>L(D"6;4G.O\[\!.%O>/P.#L>3Z9,JEQC>
MZ:]/!CC%&B)R_W@8_'-XGN)NMP-DU[./,U(_OUEV(J6E%5#(C7;'XC'XNJ7[-MZX>M=^]WWKW^>_5NY^WNN_?
5VP_O]CYLO7E?O=^MT")\CV9?Q42U^ZYBZJ?T-M<[7[LGK_EYWJG+%X9BAN;;\OEYD3\JHU/V5S_%FPJXOXO3:B>2&&
+VK(3"> M5--]J/YYB@?5W/]=P2A!NLE$N.FMUP"=IS$(4=JE2\Z)-+JT$X%,G.?*S,S\8NP-QFPD_(;YEOWR-)'],CL%/"
(RZL3=[<#B=GZP(NK&@-MK:#9B5SZN2B&NR!Q&8FU41)FI%=.6-RAUF3.RT&-L/QW7.*7^$G=C44N9W4W
M"9_;V7/70\6-JN6:@,7NNVZK*V*@%Z%[U7X'U;A90!CA.6$>EL:AC@4:M(S-M$BG7G!N1M$FM.;\F.)SF&*P3.KSL=?
@[+-W[=UMO]EXUFGJOQ/=*_/V4^.D9-M(IQ]\7DR/JB^_6\ZODJ77-'8OQWB)^H^V\N2/$7-M(4O#8BE[*DHH,K/$-??
$)>,S>-M:N?M*JITF(*M,9CZ7;JPSQ6$+I[BY05[=-M9:CWY(7^J&B-P/YAS^[KB_A-ZM-U").ICDQHHJD61
;'B)5>$8C!2%8PQN1V-M$.8T]VPT+9GGK:+,C9._;AO?OMMY_>'%3M'5WFV]W?GP_M7V7O7JS?8"0*?E
MD>^^0SUTZ_W.BY73X(HQ\[1SY.JT)+U3A77ZFK\G6U=PBQ!$6G:C"J!M.Z-MVMYO/*?7GF[VV-U!=%N9(^D\-?
C9=/R\/<_2A3UNGGTO7Y.B/^YLNOD[+3J;-M+EN:WP[J&R_"G#Q6XFNZ2(77R$LA#"_]5@P/OE1K4P2U<$&8-
J4/F:&"TG;D-M94F"FJ:?$#$K"!1+/]G@VFDZ.M\<)+KN1ZG+'X63\N3RGE<.1Z_CG!0S]%U]R-M)^[D25JO_8Y&<
4!$N>S*PF'E%A'-;$THX)$N8Z6M;/?[_W1JY-DGGFZ6VOF-MV'4;.1E!LU(:S7]@*[^##:9ST&-ZI_E%-\@:4<6KI^^>
[CVM3FIQ-M37X)DV>_742)ZLWXZ95+MMY"_?]A3<0\36R7((Q!L6XS[GT?I66!.8T45;(-M#%QQI5J2Y5LI3:"N3WZ\'HR
+9!JF%'5J]%H_'E.('\:SX;PV4_2+5"^;7%[-MIWUAG;G-271L$RD*ATYE0-\)>.1!R==B*WNRS;^NCMY/_ZR2+7IOP9#O/1I
M6C+P%NI=N&X-%Z-3KHLT-<%DTL2D'(F4#M4=4?("=-3,9F45N_?1Z(6E;\3>-M[N0M*JXH%7J]=I%')E]?
Y0ZGUSD$0^!1J-0(BJGT9J&:!!.,<-19D-C%%%ELZ-ML@(&5N^K>S0^[J].[?_\@^7,/*^K*0SA<'\!-M@FK4N
;0QV\S@&#BXR-MD9VU]Q4.11G;PIFT)-Y:V-9!;W*0=&"0/R\H!$&*0"6DT@TG)B(%E%YMQA#%-M(7%O;R,HU/=(4[L>/--
F/?X7?X>3T#J^Y>3;?L3/MS*Z]=HNH/N?F/BI4LUI7+&I'VXT3RO7P&I("FH.M&A1I=],D4<*_^'74^2EE)4:F:@IJMGHI<
MO9ON80!(=TG5>BLEEY)HKT1IDQN(BUR2'#753'-&]T_I/Q&G-LE;)W\/ZL_#\?!#ZL]&$*<5J6T%DSO1+C55-
XI:Y^PN9*].]_WTV[%_\1='688X__+)"[>-MJ/PH53_Q^1P##_]3^-7O;V[%+Y51G#RGZ273#*(9I*^GE:-5\L?UTPLI
MJ=@&G7??SVEZYN_=Z]7?K1MQ0!JW]T?Q-'O:;<:=60[8#YO>(-M=5H3."\PAPAW,)A.$1,;S6-R'A75;7A<
:IQQ]6KHE7YV(3!O/!3/\|P_P;M-MOS[C_$G+NQG>*:DZ284K#1R+)-@C[ZN?BLPUS[G@3T]NF.X/:ARQ/RP9<8N&
M_OEXSQ-=ZI\7B->,6L8X!'"*-F7)875IW@2,BL@2)4::U:BL[YVRORE:=P'>/-MUSU>]WC](/-:
(=)70YP&5#Y&Q.MRUID:")L4Y?7*3ROD/G+%A?H-81[?,3E5
M[Q"##G#^QQM%4\>'H7I;%NQ3]6DR_C+=/[W\%!5W:$:6(-]&3=68)G*RQ(-Q-M^ORZ\367V?/3VVZ\X?
KQG=Y8M/63FZ\9Z^F=@]%<&C$>"#^U/\X;'4_[,_BN-MG\$S^W0YI_!*/;5WJ)?'GM(;*^9==>3_]-Y#O$MLP\XY?IR?
@WGM%&J-MK2VOZ!VA_SJ.>WTU^MVVE-U#7Y[JL2W$-C2D1[%N-ZOQCWTEMGJ,Z3%FX1AS-ME4[0+46
+ULMO^/A*&YDN?+K$_ZD7XM^+?JU6%0LUQ(P9_&EQ&^*6:-Q!^D5-M(Q!4(-+92+PWB21&E:%29!;NG?
6V3XBI"%YJ9&-8DG-[4:-MO7"5\^J>]<(?BMSO%:!6%2#=&UF]D?5MX/IU3NA^@5:%-4N4O;?&E>M2TWVR
M)D=#M+6<2.XL\8)Q-BDYL$9%9N\=6#@7T@V=_FE6#T90UZWW\VBO!5]O3K8<
M:]O/OY]_/_]^_OW\'_\U\I5LDB]=1WHJ9]_/_]^_IVS6W>N#AA[4,NS#N2Q-M1M:\3R8[Z@-:\Q0M3YEW#-MX_+R+P-\-
;ZV&N&PQ\4C^WE0-P="(S^*-S\L07>E&4FYN9[Z4?*35%>E2O,@-M75<#3/SD?[XR'/@'4T'N-B?:^FRS-\)"*6ILJ2
A!4V4IBD&+I+,;<')T=>.-MO_.N]HOI^+NXM(#;53GLLP4N9PO4^S-1&Q2G'?R\I(.F>
MR9WWT*=/Z/MEDYJ)6L=)3P,5@R_U1IBDBLAHW&H5C:-F,8E1?ZFK!@K2<
M>R"2Z80$'BD)@G.BN.74*>&"C%>D\3?EE)IJ2GNE:E*].YLV"A)J2D^JV6@P-M?_R'CTU-I?H)2H@X.$"J__7)JS
MSG.%J9[SB13*^#QN],&2*5;2X$[^C/,"4_6\P-196:FS0E-G!:8VJO'7M;HV
M1VQIU90YLO#AM$KC&5I9\S2([BP#K[2(TN#SO)1E68U/0$;C!*??P7&5RR?#-M^E>-#1T>;1#S/0S@B:3"9:^,E
VQV,']>!O7AT!]OEJO-($Y_\^L-MG@[R\>FSF[L(6A#/#\=S!7=S-B71_'-))/OE&;[XY-\RROTS=_G).@]&0]2%-M".[PY"1%[>
(%?/#\XV92<\>YSU.8;/KA%W\(K7U8\'SNJ5^:DM/M6]#E%!.-MW>@-
/D\#)T\Z_W!ZCA+;*FS:O2BXVR[6@UR+6]/2MX5P^;E2P">#O7(%KYCN-M*LEO\75UWZ+"-@-#<349>]?
BFO(Z/F16A2GG3?W43J@TE1P*]=TY>OWFR]V7ZU-M];I"$W7WW>],[U_MOCE;87^?5?Y>U[8K67B1Z]Z\?
='@W&/"HF7BJRD<5.R!-M00#._^-C^_@5-YJVJ$U-S*5-P-G!W][9>V]P.5WW\INYI4>4:UN8=AI15F*D-M=!6%5F*E+
Y_@A\B,#'>A]@.9#SI_D;J[WFC=5/'T9^EO#)Z>?S0-$Z^/3-MTP-/#SS=-9ZO>L['\2',T6,I^/-5T2F^X]VS=S?G6^4(>P+
[,*I+K=[7X[H'-MJ-4"%.\:J@>H50/4/)RK_C@8?<3I-F,.0_B(*Y*_U]-X49BU/1]."3YK-A+V-MQT-
\0'W22KS:^>=L,#WN<6NEN"5ZW.IQ:^6XY>O]CWDX_K("Q6H;WUV]+._N-MD6BE2*1Z).J1:"5(-!I/46F:CC_.3OD?
-2CDH,'!17_W,L#I31E+25LYPZ)Y-M5Y:!0?4]'WCOL[YV176G<:5[;-'F*1A_B*=@_"-^S7\ZT5W2H(ZSND:N_HB?
M#H_K0?TQ+P,I?C\;Q(E!5556YV2-L>5E8&*^(APHKX^,^2LCJ8-J'AY8_AZ>\%8X;C>K8,6/GKN4$T-M"/'7KP-I*8,I"1<;
(7Q[+2W;/5N4/^C1XV;O<0]:JP.-60+J+'J@A<7(4,6-M-^]T,A[6'P\GXPBL,.8R0&+[Y+4-0+P]>W6/-#T"K%>@[L.,U!U\')<:
==X\Q1G?QI?YZ%.A#^C-KB>^5?'_%L/DOO]QPE:X!^SC]/Q9"F<7RS^ZN7\?3W3]TS?9:9_H,<0-ML]&\Z@U,
('VL_1#JC]#$5'VL(V40Y2SA)+9K;SZ.-??Z0L0>"'@BZ#-3J(0*!^CA>_M%!4]/XU=>7]HS?
VT:AB^*A;4Y[M_/ZPXN=JD1%;KW=^?#^U?8>$O?V-M[KNWN^^VWN^\6,W:-/1]VW)JRURO/VV]1C#:Z1
I5WM_V=EYO]?7Z^]\O7ZM-MGEHE?[P-/WNJQ1UJ_:,[?$4\E>(.+0+N\JKUG]1*^AY<;7!?K2"ON![_K=,<-M?AJ.JNG^>%;
[4:HW*CB*4(KHEWY'5?)3__--;LRN+$J;_8VO\&1=/;L2D4GUF\!K;-[
MKGE47/,"X@G3L#.FN;*R6L\T]S[#B+@$.;8JZ4M6;S?/(&]-@5MU#1OTS8'^(AM=_NJN)U5D;
MX7=M]8G99(*_5;Z1>9L]/CP:AGED^-!3\2/=U@+<4:..?+YS9/O'+@-M-XB]\V<=S4/6K2AO4\BZ9%F6:MI5203]
[(*1HW&WIGN1-M-*Z;Y[^WN*?=P)I[$/XO@R/\%-M2CO%(EB(,#/ZQ_?4+PKWFTT*]/!D?3S='L@*1Q$W9:[GCR&V,:3,A?
MGEV<\&_K3._M<7(/73UT/0SH2LDX-3R3-YAB"(".4\3$9$IBJC$1+;?0I=3
MP0@0F3!/#9%*!^(XCT3IG#B54KJ45PE=7&UPQQXY=-W=W]-KPC_-5;\W-8GG
M@4R7:PKTHN0ALE8O0)&Z!2.TD"UK-M\8X3[VQ;*J_D&]+Q1RXX>J!Z[%OY0($*37'N4*U%E-F22(OZKA,ZDQ1I]"&%
MY-OHW%_573Q0<6HVM'SLQGGOZUV*AOMV-H=^D"HX.H11?5)=KZGY7<4+AZ.]-M,+DKN]TUA\!+"H,\AL+*$T
M42)Y3,0EI4G,TOF"C>HR+-Y%3U\F+&JU0&W]P<#B4GW6O-V-G]^C1O]^//7#-M7GE_3+9R[PDZ+V%
6&4L580%B=)"6$:<44"2XA(D:-3,5ES6BY-E3.D-8.J&]D)ZVH?PN1,T5:D-9]\BA-M:>%NZ;OHK-
U72M]!/9T,XA3F0<4]Z#]H)NE!_X+'PTG&8A0$%4I*I!:.6&[P

MMZRC59)3PV4;^NA7'BMQ>"VAOMR@C_XHLD>FQ[Z5#Q29K.,0 T=8|:A?2L8I M"28E8K*3&;1(DNF3JCC?Z@2_5A:J-O)^-#G,-Q$^Q0\ML.2XG1C6H$ MTQ[_'S3#]/A_'O^]BU88+0FD)KA7:1("2X0AQALK0&:AV@E1F//:VZ$?3;=&
M:>>4Y=Y 6]X)L\%I'JO;X]3CWLJ'BE.!)Y&+BJH <8HB6#G\ERAE@I9*1.5;
MB>U="DX)KAXY3O4^U#OQQB[2II\.1I^J(?@:JH;WR#B3&?[1G//W0N%!\TTO M%,X+A9BU\"F\#A27ZPOMH2+00$-:B(]Y;3XRU48/B *:5 M(,)VU7)C-K1>FF]^UE#8]Y9JI['BZX%OFI /3JJLU=-Q_,<^?@,F]7_^P7)F MGC?!R-/COH//]^;9#1Q=@-CMI]M3\4/=U@+CX9I' M!A(]%3_2;7U0T^T;S2Q%-&[%B&LXK:M#?
UQJR_IGRH'FN%R47JG#EF*0VED1+'9$F1N(S:KW*4&H="*&=F*) MYBQX[ABRY=K58D.9QUX?MD>IQ[Z5#Q2EO$G
=4:(L4D3*;@BUBM%A*$RJ[N2BBVG&NZ- 3Z]Y.C0='O)<3_)09W@7#E*C$FH MWU(EB:>N:+J)@8E64;V 0BVG
N2X[69?8I%AHP^9O'ND>C!;^4"1B@&&#!+X4 MDH*$J,/+;RR3K)D('(S.
[3AUEX)4;$/:QWX.U3MWEZ+GOAR,_"A"K^7V90[Z M,@?WD#_2H1#1WA"J"+2*TM\3)E$:A-^E#*D5NIQG_#K(J6/4
OT!#^8N@<] M&O9HV*/A;TWV&U*P:P7/O0MLU?0,KN/0W@LYF'O_3BO?1K4/(TSJ$0:)^E0\4
MI5P$FJQ5A">CB)14DY"L)C8%IA":O&:M**A+0"DA>CVU;_'21[QV01+TIU\/ M_/3KNI8'J+>"90356$VD%XYX$SU)-MJH-
3=P.1:MQ:C9UH4*4XMM'/9@SOQZ M5.Q1L4:?%ZR)T,UK[#CRQ3 .1-D820D8=S+*0P 3JY*5"BM3TJ+AZ MOW$?"?
UJ+W,_<2JI=0=_0"T<"<#8DXL)+(A!J\=SH3%Y2S42KK>"N^ZG,. MH-;Z-&X8VT?M]AIZCW\]_MV]AB.S7!JP))0NC=
(;2@+3FAA4S3V'"7Z!>MQRF MT1[^*=-W:^P;PERU6A?7C-00R>"([\2JO:;+XL$ES3$1)AP'J4^I<0)I']F
MF'4B.9&Y^G;AKW:A(9%$5A2%D-&X5T_B;" 0L6=/,_OJYGV-_IZ*'R<5]^UH[B3_]J[MO]9WI7D\
MS//(L**GXD>ZK0]JNGW]PJ5(R+^-FU"NB(;BN#P/Y>5&==8<8+%N))YYI#H3 M83S:PM18$AQU1"MODF1.)L:^=2.!-
YYSRHC4/!+IDR$^946T3]9Q8%Z'2V[T M[69NC2KPUD]V)WM3/X7T-S^7G=_(*D,@<%A":&8P5GB+,,_Y2:.J=\B'
IV1*G%Y5*0)1E MFDAN-0G1!%P8H3.SS"E*ES_^A2W_*I"4]?XT5HBFSDX'/D)];E,9K-:"EEZ M!3HFKH@,GB-
9YD2\!TLX)-PP:G6\?+IS3[)L5KW>FDWWQQ,$BW1AN^KFXK=[M\GT_YS4-
+2@U.!@@SI+XDNM7"9,4FHUQYI#)'2T40)SRJ*;"!:=RDNIA6Z?%77LQMW MCMZ-
(EG*GN'X4A1(76I>%]_B(!./P0O+LUW(G'9GTWKJ1PEEWSTG)OD&,W:# M7AGXN QZ+%TVED* +/N(_^,$N
L(!4X3CZR(! C)$0^K\Z1 MRE2.V2A--#(ED2F[XN$Q1':,953,*KA44QB\\C1)VC1W(M))2QR3GJ 68C3W
MJ#W0T!5':A)42L]%EDMR MI#(1/(^.$R$5:NN9 W$\,Q)99N"25D)?\NS?DR!;GQGC&U;1#7YE$>^'[$=U
M00F>J"$J)=P(*"X?(THF5"2)1S0+(\H M9W"F#N$S4J>TX9>\6:U,[58>NKO.2GL;P01-D@)3BJYPXM#)9$:T(Y98^DE
M)W$KW+;060%/1E"'ZYX UYTRG)60@0#-!JUZ&G#T"YE5FV3X8R#23>\DZH?[MMW91]L;_@[.7>N/_D3Y1!V@W6^S
X0;FHFW)92!"^VC81ETVW9%F\;_8^^, MU>/28]_*!XI+GC/-C7$(1*@+2I$$"4Q)HI.J%49ZTS;JE./2UW(+>R=DC_
M.ULI#0IU^6%UZ <)AUY%?SB8^F$O+!XT?_7"XD++$^>-*@HIS0*56*")N. U M"9
1D66P5P0]WJ58QU=V>XO<]FJT/>>U+1K=,4D2-O])+>'67XAI+PROMQ 97"RP+NA9$WI_$ M+T?
IC7%V,!N6<]MJW#14B>,#_-8^C.K!9Z@&(_P;>H'RH'FM%R@70DLI!.J- M(Y:6G@6!>>
(H=X1#R"IJ$YQHI5K=.=9KVA=LGV>\5PW?O1[7]1N8[N;W_J@M M9XI>8&G5ATSM/7]F*U\J,
5G')4J"+:#^4HJ43']A5/KURSGY82@UC"V802CAA*$^K73A'+ MG2!&E+(7-E.9+J55W$4G?
P=3/QA!VO&3T6#TJ3Z'!2_F4'![:5;C2&%8^O"^2]/?+V'6>6V'&FOK869R\4>Z'8"\4?$&(J1D:Y-(31
M$LP8HB46Y0#QB;N8*0VB'9?^^?*Y.PVKMM8336](L< 8EH[*JMZ[W^-@CX.M MX2#J\%Q+C]J[4D"D28S8&(
H1\%;:7/DK2CS"\-!+LP&?80Z>\#'&:*2*S MSR1$Q4FV+(C(O4%-ON5&DENCM#BMWID-SIP>0.5C"
<7WH^-2=V4TGN(7 MIV/D*3]+I8Q:-2C#&QQ4>3#RHSAH3@S\%)KFE4^_6:+,9P>CYVE0'P[]\6:Y^OS0
MIU(6YIR]/)A/ZL34G'_P/[-Z.LC'IR]LODI@E)X?CNLFIV9S D-?JE@C,QZ5 MI<-G;I[QY=$MF>]FTNKF9K,+K(Q[?
+J)#;L&70&XI_O370#Z,M^T@"*YC35X^V[G]8<7.]7[O^R\VWJ[\^'[J^V] MZM6;[=UW;W??;;W?>?'CR-P&OS8ZSU?
<^S@^A(DOY%EW8]GVWN/;_+[SYOU> MM7O'>(U%#.MEM?L6]_'[J]TW>]76FQ?5]N[ON,-_V7FS]^IO.]7KW;V]M9&T
M+2_-3Q_>;'UX\0HI^NO8I0^I?]Q^H58BKL>UK!9PZ%'QH33-6A,H?FSGWSKIOX\J >-97&\ M>?
K]*_S^]=)_90S^Q_G9=#)1,="Z-DUWV-/)65W^-H=OH+K(>5R7M5/JI_4 MLB;UG0,F^]WSI:M0K?
4&RW:]''P_XKQTF$N00*7+^5_)3?V,ZTX/&L9NZ MSS\^'"MU'TWNPZF5]SR/?Y9$;NPCT/-
+SR"/GD5Z.]#S2\T@O1Q9J&+:3Y'N7 M1('N9P*\@\\PFD&5)_^/O7=M;BLY\KR_"J(?>Z8=@93K?I%V-H*M9H\UVR-J
M=;%C7SGJDB7"!@$:!U13\^F?*D!22P0ID2! 0?IF6!#!]PZF3]?YE5E94U
M/1N,1]5$71T"OIWA8F6:4EK73<_[!KW@(=)5>YJ*:KDRJ$++O2\,%$\!/'"*' M@$RB11Z"7SE?CR?# N<,8FFGUUEF(-CH
5UTF>?Z/W]-\8B%]GZITGM:/ZS= MQ-]&\].G%UUM.,Z.+]/XHJ4X'74=UO_/FZM*)X?U41UX73KBV(Z;DCAV9XXM
M=NN)O;8Z"9@$?+@"OJ$TKD]M4TP"Q[VJ@4BLX87RI08516DF@W9A)1#Q+HFD MM0'&A0<5&(?
HG0*,.3L4:&)8.0&-A'B&'&,.$:!R%H"OF[JZ3LG(NP,!G;&
M^M]E6GLW9/]@9CVPYE(O[J59#ZRYU(M[:=8#:R[UXEZ:M5?-77\E>_^'%O<8
M>IXLJU!/W@[P\KPM8W>$B(/1S($A@GKQ@9KUP)I+O;B79CVPYE(O[J59>]5<
M.J7S@=)M.PRS=+K899GQ'8ZGYY1HV_L5PD-=#KX^K<7IQ+25%J2P$50(";S3 M#J(TJ20K97"XF?
S;I=B.)OGGWZ5VO)P=V%2=5S]4FLZF)U(=MBE[2BH,+'N' M DI&UXI2%W
Q:+",BR@KJ##SJZ0J@9>$E6YV3RIEA;0N1BDAUT*;L*ZFT1-_XE+R2H 0/X%Q@8+D2,FEC>%HYU=3F8G3F
M'*2S&53.&H)+]8=P/GLCTGKWVX4X?_B1.C M;CY;'&5 [F-=?=&!L@=YH*Q%[7D2#GAVI@:^F8%G=5@ODE#6I_:?
E6']A.0 M'R1;/=#1%X+=L!,:>N[I;%F*J F)A,2UHW)4W#O3XFI;H_)2/'A>\295EDYB M"EJZ32LM1T@D)!
(2"8GK(9&Q4!!#@E)C/%":60@Z^0L><)8"A1K666B31"9\>#JH-BJHKS@;!.3 MMP_$1#YTN>-;.2FR$V1F_K,31FM M?
5%6@(PFM,)I-73/V8"73$;+0Y!B)1MBG0G>3WM./_BE;E-ET>Q06D..B8)U MHB!1<.U@W6#27B%H4P&HE-
'@44IP:+V,.K0IVDW,Z6Z-@G(HW1;SP(B"1$&B M8-\I&#"D('P!HUF-!6.;K5 Y@K$RN3KH-?44>V'D4-
[*3.$)P(D(OQR$+$'/0F9FZWA4&OAL[3^M6.I>,>[ESM MK].N6YZ;]6&^=CJA>=I^)[H?
ZCZ.'S\^C*TZJ))*#,$S0(U8'10&",HG0,>, M$LXDYC>2E/O)03V;I.D9-AW?WD5U]?G65]^:N%#;G;
[]#FJYW5D(WSPIG@BX M0\TE NX6 1TO09<2P' LE8 \0HW+-:18;*PQNBJKJU;WFJ_=(@&W/'5+!"0" M$@%[1]
H711<%>"%[K0M(9 02 CL M'0*UY3)%(:#(MFC/H@:?N 29C(LMKRG:LM%YVNTA<-M3MOM%P*WGT*XS#;O[
M\ZPG\U.<#4:+3CH<3)!*I=+*'ZW\W<6C*.^U+8)!,%:!;D@TK11G7FGA]""+:H5);+,I(1"0B$A'[3L3H,X_((J@L-"A?([_
MLH08N S2)1V#W,@\[$,0T0PY$7$7#\;2C_-<-*4@\$DU">7H1 MQ_@]W(5<[(7@V"3*36/'I H3 %22C
M2_&2U_^SFYA8WBYRV=\7*5(0BXAEY!+R%V[U)>S-52MM$U1F#99@^"4%F"9 M3;K&O,R8%>2N,W.]5>1Z-
U1*$'()N81<0NZN(UTV#^[N(W+73V&^KM/==LY\[Z?'7V!]6J=AAH/1 M9-DG:T[_*V>UDOW59]B>^<_?A_?
+V=NX'B+7AN:B[UXKZ;]<":2[VXEV8] ML.92+^ZE67O57,K+N5=>SN#\TPAD6JIBSLZF[>.GZ9_#00S=*"T.E'+.;?
Z$O.K>9AC=U*.SG!6#?_S=#P.LVYQR:<9.?;YC)RX M[83<]>U/EFLID@!3E)E7&V5"PYL4)
(Q$[BQ&]F\>K7]/R]A^*!/@#U2U]6+ MH1E*6A0B1T6.:K<=E4^!1:L1BJWN254&0TS6 7UVXY*
M21M8$@6<:L>Z%U<@))M!LB"53L&(1M/[)XSMJJ-BB85L>8;DZ[!2!5,=5909
MN/9H?:B#H[R18^UWP5'Q1Y*1HR)'18Z*'-7>.2H7K,XI2&#"Y3JBRG5@4"JR M=7")<8VLH[*"E^(%8.'544OGZL!
(UQ&5,<8G%DL*<1OM_SZ. M2M.(ZGLE)Q[T&N'?%H\(\R#4IH2W^&EYL/7J;C"]F'?S,,E5(!_7"O]7G/WY M@___"
MM6#@E94@+6?>V,2C7YDJW6!+/_CWE0;?LZU6#YW60Z\|.7*J1D8.@AS$INNY M8-22,P%9!JQC&R[
YZ*@"*DE4S8SLY&JM=_?05C)/5H>@)OJ)51$ 5'55UHF
MIZT*&7$C:XD/ZR",'1KIA]Y3D@KL&=]F2[XV%!&Q2L.9^_E@6TUI5Y\H&8]L.92+^ZE60^L
MN=2+>VG67C5WZXEIBW:,)KG>R/(3U\E4^_!P6H]??LCGG_KAN>[T*(4.H;GO M2/^[CTH?(D%]-
]"R^\GGG&.TL8#)KJTE102O)(/"; DY9&T9._C#8W96,+23 MIW\V)0@^_%91IY6U*4'B,H#RK::!XQED%B8K]#F5RL8
B"_:,I0?#! M(2A3R#+4^*]D[4$A9@A9>="8&.HL-<<5"![< 2L[*QB"8/]L2A!\^#*,+&D> M2@&F?

*06:X09\BJY5#E&I2%GL:D;ZP1UYLK."V=!^X3O6%*9IV?8Y;R;U&8WK*

M'>;!VS":#'YL<[1_&E1EU7OX)\Y#RR/J,%W,1O,1=L/!!.>M2O$\7)+KVDS. M%GO44K:ZZ7B4#S##

*[K6[[W7NZ$&H\ZQ,%T]C@T&E"ZV.AMA(0=NE+:\2+=2 MVFF=2=N3^2G.OL@*6SJMHW=A-*

&Z"KFZHJY[JU2=9'^5_7'3SLWKSU<.=E-?A M\L5TUN[\:#Z?C>+% @.OIR_"K/[)[?W>5]V=>KCCO;[H8_N5$TE): 24&_:

*MO3A@9JFPXG81.PM[!DU1511 M>V!*U7!6H@2GU3F@DMQ[/-SPRD4,64$;=(#"(*I/TPR24D5G;PLO&YE@O\8/?*

O1Q&T\/ MY,,Z6#K \@$T8" $X#W#,)3>+2,-!9"5!!!7 E)? F:< K$7@(@<-QK-6NSTVCL8,0@O4:"2ZLE*$>)T)*

*M]P<$<,L-]UO<($,)@ 3@ G &P*PDDRI(B$*A6U/H@9GO8+D9(K:^8)E(YGH M#PA@9X?&7G=.*

(P'XF]GK];]MF6/QUFGL:\0!R%5>=5O?C^:O!U,IO-ZX7Q:118N\]@=S35]MS8]KRR_.)D_RJ#L?A_>/V[M/SD-

N%4P_6YL:+1OU85EG^8NV(C)2P$E^MW32V^$+ MU18??C;#G7Y:*/MP\Z/)>#2I=S$/L_GC<#&?/OGRC?*

I8E[}>V'FY6A9;=OC M,/XMO.^>_/#G3SWBPR=_-.)"+0N#?=8)5HRY69L]*'K6-= U >!'^^PN@'Y;*

M&BU.QWD3S^#%R^-?W_Q\/'C]E^.71R^.W[Q^]O35X-GSIRN\+SU\=X=_KHRDXVXTG^>IU?5S_??S

M]:O!R2^#IW\Y>OZ?Q^U1#M:,%+=SCR=/_\]?3G[]^?CEJW_[_YS@]LG@^/^^ M>?;Z_^V-]{P$_GQS?.C-

*S_JQW]3U<>P8?-;JL[\Q88_D#$=H<-D+6![<^A M>M#I1?6$HTO,3Y;?QQE[Q/[X\8+4CI$][_!QA^=A5OOWQR>U&**

L/_N'J\D4 M[T;=([&H_G[QQ^OORY+8O%U0C_21O_QX1U*)7;VY M-2Y1]6'O[,VM<8EY9'O5'QV("\P#Z.JZ MM,*;4PD?Y-*

&MU]SUW>9E]^7IGV]HBS9-\HHWRF+^^-M;_')7!_W/IC9;Y-N MW,'\I6D9/?5G&0"R8&!Q/2"*

(^N,GV]ZG4W;%TS3/XDY)!F2 MS,V2>3Z=P+O/9?._XNS/_YND0])9__"/7@CC.?%NE(8#\[#*,-HTL79Q3BT9?*

QIV^+:?,'OB374\:GC[XY-M]3QJ9-3)S] F_:HL8<[M<[9))/XXF@SFI].++DQR-QS@9<(V@EL<_[-

+/N#YL;A31XLCXZG>0(B,>GF M3F'G675#<](-Z89T0_Z&=$.Z(7^S2UV)=$.Z:7>?POEH'L8D'!

(.">6I#:5OC$"5&$J%TT)2%J0XC2TLJH=1WA(9,U MC@H.'#,%D#-9N)#YC"88(1ST;M$29 M:6;!Y6*

*56$^1F6*6SF/MOZYB5I)8$S7Z$P4#P[K4+)PJ8S@AK/ -@F]VYT! MH[092K_%0V!V5C9TOE;_;$HH_/9)KCZ%&%**

+&,!E:RN\1IF,$X44Q)+*N5 M@P1UM!)E 1[:\=O:1/!")-"F9,&44CZO'*6]O7A-VB'K&;$>(NOM8VF(@\AZ*

*MN^F!/NNZBT66V[1\45-S<'%>7^(ESM*H6[R[_/7TO/6M;O!OX>S\R> ==HNR M@O7MEZ_>=,/!!.?*

M'P\2<\@@56#.5Q%:#LJK#%Y)#LP+GQ7+SK3S[+\4;HU1 MM&N'?PK-:LR1?8&87)>A>Y$%+[$E2.8ERMK+\|

(H_S=O0Z7?QO-3YN.:\/K M+Q;O_A0ZS.V@.IQTH=WB_7.7AL+=G+:TH>>Z5-/R]@:_M6;A.+?[&N#9^7CZ M'G$P#Y??*

WHU+@<$.-9<6[.^'%8<\LL0D&&'J4 ;;>U"6=_2DQ9*.73F*E8X MLAPE-U#Y4:_)+8;@-3*0PFC+B]=6?XH'SF?CO*

P&&GLQ_WPQJR1Y@;/1-"]1 MLWCS9 G:XP\$SD>3_-

AN:1;TBWIEDQ)NB5C[XJQ2];5/%S2)/L>28K\%H6@M#A&IB3=DK%) MMSTR)>GV@(Q-NNV-

*4FW9&R:JB7KDI3)V"1ELNY>K;J(Y%@P64,L,H J/D'T M2@#7R)7++.NDKZZZ&!=D*6B ?W:Z7JHE>W5).F!*

*M=7D"6I^M2[') 1F;I-QGZY*4#\C8).4^6W?SI\]F9-<:)BQ3PZ,QM MABR9 N5CA,@-!^,M2L83LKAR8*'3[1A#[|*

*IA:!2*O65R&"44IY9[D.R5U?G MG^/\][H)FZZ%(/E02;Z])?@=I2T5D2+L$G;W$KO*)9M848#M*"4EHP"7I0?A*

*M;4&K*I4]VT12%&%WI[!+E6J^JJ'%M_VV?!YQ.LXW/MR?PCA,$@["?/#?899. M![4K#@03BA8ZR+&18[N#*

(XJ,QV@M!RMK0^0,_#6:.","0PF%90KCD@YS-:A M >^T%6&+IY(2"@F%WQN%% YNFX!&QN)M MB:!XP#8=+"O7C*

*+D*I>8,+D2KQ)0V*2X+0EJO"A ,6\@Z.Q!6*>B5DY;N3(= MO/EPD(NATVPHM"<&$@/[RT*

!Q\,AMQ$5UQV$%'Q"L.BVR2M 9:]CRQX]SUN M!(;;"@.+BR!T6_)GA8.S%6O)3U"8:>16%R+Q5 M+F;0UK6

LJ4)R$I&YY5G7IFLY<.-C(UW0^MHJI" 2$ D(.Y>0D#TP@3F(UB= M'"BK;JP9;8%L.2M&.L71KP#6IU2C3

TERS;UR!M@;027C$HJ2Y;8]<48UP3L M[;("A#P\RCY\)A;AEG!+N%T_[56I4*R1E9HU0%4V>0B6!W"<|>*LS\F'E:$]

M2AXX2D A"B@35:M]R\"QCYGSVFA\>ME\K-KE(0YV6=H#BV;1]:.W,@XOSQ2F.$NC;O'N\M?3 M\]:_NL&_A;/S)X-*

WV,U'D[?M[9>OWOQ[-QQ,<-[^]2 !$,O%AE2'C=EG!8JI M&OND;"@]8J7XKUQUN/S;.'[:Q%Y;W@Y-*

_79=SG76@N70"G&C[C?T7)=R6M[>X+?6+!SG=E\# M/#L?3]\C#N;A$JFV8[\KG^[U3JJ-8\4%Z[S2$H)/NHZ14@ OHP?

&8LY84#"1 MKF!%<\535 :\,'5<532"RR&#-SY'DZ4O[M,TUOELG&^J]+M$S>+-DR5ICS\@ M.]-\E^7N#TI+^N+V2C-

*,2_^]$U%37=OXM0Q&),'7@.8H';HIMQ[J-%A!*3; MW6DNZ99T2[HE4Y)NR=BDVQZ9]FE>@ M=5L"Y^&"DP(>TNWN-*

*)=T2[HEW9(I^ZO;AQFH8#3>&<=!2MT&'3%#X)I#23D& M7H1(UMPGF8(&*OLU4*$R?QO.IYIDG*

*V.7[UX06YJCQ1$;NJ>R33(DK(I@?2J M%8FU'&+6$8+4*)3C(?N5VMQW2:,YQLG9RWR:XP_);$L7\]L$9]WIZ/S%.-P_*

M3<^ZH>^9TZ @F^AU;2[HEW9)NR92D6S(VZ;9'IMQ[W=Y06DO; MZ),-P+-CH+ 4"$ZU

H):!%M,%&)EE'^7+)=OC/(7\\=?#/)?7,S2;>AP98Q_MCZVX>HLU8?KXTEW1+NB7=DBG[JJL;RO)([Q*"2S3*

ML=7F\;TH.0-T+OL2$(U>J5RV5N$.&BY\QSY/%7G6DLR;26WSN-YA'HRG73>H-MJJE?

_D^I]N3Y"'^OM3,/E^0]>JVD0_4>%/61;G>GN:1;TBWIEDQ)

*MNB5CDVY[9$K2[0$9FW3;&U.2;@_(V*3;WIAR[W7[,#MRD_3%L.#!!\Y!8>+@*

*M9,A0K$1OC.0H5X[3N[;02H*1W"0W/TJX<7G R\59JUT^ MPU.<=*-W^&R2IF?XZ[3KCMZ%T;A-/+="YV&,KSY-/Q_E?*

*UQT\[/.@.JA#94?6DM4BBPEB.X6HE1WY= S1_";:R3OM$?R M(>]$425%E61*TBT9FW3;(U.2;@_(V*3;WIB2='M*

QB;=]L:4>Z_;ZV=+5;0L MY!2!>8&@N$O@5!"@,6IUZOOW?.#)EWO9H1)7H1O0Z.7A1U MD&YWI[FD6]

(MZ99,V5_=7C]:X-$%X7P"S(&!Z&=-_M8W^[]7OO5#8=#'[ED2TSN9CL=9N MM%11(U\YY (SSTGI^D?

9)E!6QGH-.DC,,;#*#[AU77WYSC_O8C!I@L32#6T MBFUO<7U'T4JUFHBQO-C=9ZO!):2T')QO>4J8,\2(#*

*(+%+!)/.B6SB=PF8NQ. M,9;*Q'Q50XMO^VWY/.)TG&]\N#^%<9@D'(3YX+\N)CB0;#@03"CR:^37R*_=*

M94>>%#4X1P_5@93J4X&*'P&;8(,612ES8H?*DYGXTJ-]9GVH'1V$#U/P*((*

MQ13I568K.;8MC[8[N9AW\S#)H\G;+WQ1MWCW+-OY,-S Q ?&E(.O'%0Z@&(I@'/2@$=5,D^N\FUE>_):,&P; M#DYK?

(.S[OA?%Z/Y^PUM" 4$@I[C$(*![=-P!R5,]S;&@ZV*OQ<*0A)14BY M1"MU9#J*JP24-*

*JJ44P8EG*X_8H2@H@*=I6&E<&']:H&&C8>#7 R=9D.A/3&0 M&-A?!E(X^& P9$Y*Y2H"DQ8UM//HP'G'00LE>6#6&I,W*

L-MA8.<4$@H)!02 M"N\?%SICI)8:3&BC7&4Y!!TUB(A]@8+& M&14Y1K92ZT0I+]&Q.D2/.M5KVDREM@*$L\AD3-

%YM4G WBXI0'C"'*"L*\(M MX7:'<8O2&1V2 V[;,-U86]%I(AC46:4:FB+&%=P&R74=Q8.3%NLUO@[MHQ&@ MM'-"VY*

*L> 2%Q8-#1,@Y*VXD]S:N',*\O=E/)X;"FH,C(]7@VW!6 MZDT/M)6,7&2A3DL[NO!LVCZT=N;!Q?GB_$*'?YZ^EYZW_=X-*

"V?F3 MP3OLYJ/)V;VRU=O_KT;#B8X;_]ZD "HA%2B#0Q23C4 \K$JU7D&D=7P)X0H MHEO9X\.388%S#;&@!669@5

*%#>BBRQ4'.?MR_4+OBS#*OTQGK\/EWT;STR;V MVO)V6NFWJVNNLQ8LA_8K4WT;>JY+.2UO;_!;:Q;.<[NO 9Z=CZ?*

O$0?S<(E4 MH;'?]4OWNAC.QK$B=!9>6 F",04J <>Z[@J6>.SDRQIO8(5X[RS*$N%B;Q8 M6;Q2G -*

CP11K8L#X;>O@^6R<;ZK7NT3-XLV3)6F//R X'TWR7Y>X/2DOZXO9 M,TQ+_[T345-*

*=__L$S^T[M!+^1+5#MV4>T\U.D" =+L[S27=DFY)MV1*TBT9 MFW3;(U/NO6YO.+ G)&Y\Q#KZ+PQ4*1:*

*<-0EL]B4*S52V:F52L6C->-1@6?"@ M)!?@E%,0O<]>9.4=YMN,_I>G]=Q[\'^/O7>2AO^$M8,VY=YCC<(1TNWN-)=T*

*M2[HEW9(I^ZO;&X81)3IN3(%;!VS":#*J:ZI?_$^J^=0/0E% M@*3;W6DNZ99T2[HE4Y)NR=BDVQZ9DG1[0,8FW?;&E*3;*

S(VZ;8WIMQ[W5Z_ MPA%YL2%S#8QA_E5\@6A:836C>:!2)D&YWI[FDVWM6>8G2Q1 8

M..$L!5#01[K=G>:2;DFWI%LR)>F6C$VZ[9$I2;<'9&S2;6],N?>Z MO6&9-B6KBTS@NCK[*-61BFG77WJ6?*

*Q10GLF_:B?;M$[OK3H'KH MQ18+9/>YRQ.]>F/*O:<711VDV]UI+NF6=$NZ)5/V5[?7CQ:LT"(G+,!%*J!"*

*MC#7R;X7]57FS >M02(WH'*KVJ2Y)6"U*&^&SV[MNJS_':>_ET2X_8I]5Y]L??6-I7LIAL+R[:W=[RAMO^P,-*

*]G]3X1=PBYA=[>P M:U&'Q$H";E4&%2Q"S** BX&'$F3D16\BFXJPNU/8I;(T7]70XMM^6SZ/.!WG*

M&Q_N3V$<)@D'83YXA>=S/(LX&T@V' @F%&5A;49PXI%HBLO3BW;&TN&YM^O; MQ_<.[@:'Q&,V]7I

(SPH$1AXS1T(;;U6469I5M)[K<_.F^J_7&0!E#8+N3BWDW#Y,\FKS]PBEUBW<_]T;/GO_RK6)G8LBM&S(N

*M'LH37>D8!S'A0B3+O3X R%Q$TC,-;"6V2#PXC@H(P*X4I%H(BK!/-,Z M\8T@L>UX.*WA#LZZXW]=C.;O-U4&DH!*

(0.PW$"DTW#X'O4C:\L3!65V99B1" MY%R!5BSQHJ)+3JZ4\W:]P($K<5&C[8K"T! MD8!(0.P]$

,3,GJOP#OK0!6IZ@@X)3#.J:Q\?8NIE;$R3Z.B1%4QOJC4A,\ M=PPP^1BT%;E&E@\&1,OYD'G"*

*(F&1L$A8W%BRJ[<6)9HLGR1 2"8F$ MQ-XB\6$RJ7+BZ#!K$+G&CBJ[#[54;;-FIO,4E9NY8BOBE!ELY"0E&Z5;S." M-RY#%AA]$=X5Q3>)V-NE4VFMADX>XBKVPR>R$G@)O+T%[_6@="$[CRQ#43*" M$D6#M])"#LEZPX-P<67.4D?-@] (1LC1U6)\80I3*0.9:5+A*X7'E5.;MQ:+: M#)6D(?I="OG5_[:C)QY?FD>C-KMCT/[?L?&$TR7CX&^:2,\1+R:(:+ M;OFXMOSB;/(DC[KS<7C_N+W[Y#SDMK#Y64KS:-FH#TG-RU^T4T%'Y?W'+UQ< M"CC)3\ZGW6CQV3,]D>7? W,QY]Z[^4MN^B^&EM^T>&K+3[\;(8[M_916_>'F1Y/Q:%+O8AYF\\?A8CY[\N4;];$N?[VP\S*W.I3:ML=A_%MXWSWY MX<^?>L2'3_YHQ(7,%P;[K!.L&'.S-MM^1+(! UV#I8_VV683[]/'R^-O7PU.?AD_37W\^?OEJL6/:/AD< M_]\WSU[_O\&/3T^>OW[V_,WQSW^Z^Y/K1Y?Z\E%=2ZC2\Q/EM_'&7O$_OCQ@MK,<3CO\'&'YV%6 M7>7')[6(5Y>?_? FCLHA_MONR_B"7V$=N\N53^=?'";?=WWGHKI]NOF-7879LV^FU(V2<4?1Y/!_'1ZT85)[H8#O$S8!G&+ ME0? R7=!Q>',RQ(M-%5 #I94\I4X\ZSZG3FIA%1"*B%?0BHAE9 O M(9602K:GDA3.1_,P)IG0+!$)YR["&4\["L%(- :2:.ZDF8QFE$45E)!P2SIV$ M\WI*4=J]E[?HI+#U3@K[KS"Y"+/W [XX)DQ^JQM2-:$=:NZ!'2R]^6-^39). MEP+910V*,P$ALPR8F36HM30RKA2BU-P*73BDS"0H*QDXQGDK547+C 5PM1 M;OP,!VF&RINA]UL\S:,/'9K8U+\J9CV%E(RR*)D$Z*@*,D-!!80C(^QJ!)D M*O5!U/H5RK9YIA91B"BT!Z;L*7RXX\[Y% ($7X4"9Z,'K:"%HHQ4Z+T)8 M.9&;98NN4@L,\P*4JE&5E]F"#U(HYUUTX0$.0.5\6+]YR.062W7WN4,3FRA" MVA- (QB[4R@8 M+"6K H5A %7! UX)"R)!2^,=&""BJ JQRJT2@0;&)HB8C11 M/%@E:2WYT+@M5MKO,ZAVHU,3NXA=NW#\B'(R"*$3:![;G)45$)B7(*5F@1!WN[XD8I$WR\DTK$B!$(" MX0.!,%FC,K8CD3.K(*RQ'L0L=(T1I=#U#>;3RBGQ3D2A8PY@!3/0PD;PWA7@ MS##MN3=9;?1XD=N!4$HUU- H1"@F%/; IH?";Z/+&)L&B!E/:K%H1"D+*$I3! MRB6N,+.5&$X:1!ZMA,1XJC& <3!!$,&!U*HZ78(+)#W7^(ESM*H6[R[_/7TO'6O M;O!OX>S\R> ==HMJ@O7MEZ_>?',[?F0'6KN@A.@G! (NO4:^U!J*MCD=KH5R.R7!=/KJ.\]DX+_U& MTRCFGR]F56HO<#:.YN5*\N+-DZ4@CS\H-1]-\E^7JCPI+^N+V2C- ,2_^]$UU M.-W]UYSM4 C*A2&J';8I]YYJBU.V!!F;=+L+S27=DFY)MV1*TBT9FW3;(U/N MO6YOV+""- N;$$70IJ6T^D1!2R! SB]H8)B);V;!2]2]E9AR<-J4T!&\MA(T M,F1.N(SA5]/_OX;Q!=Y_\+_^I+/HUPK9@6F!2- =GZU*$;ZP_E4]O:5<<27DBIDU4E67YU_!%,Y*AM 1E\2W'1 M"5RV!EC.VEJC/19.XX]]T *5B%I+2F\FMH=Y\#:,)H.JIOKE_\1YB&,< M=)AJ)Y^/L!L.)CAO22WS<$FS6KU6TJ%Z%0H02;>[TUS2+>F6=$NF)- V2L4FW M/3(EZ?: C$VZ[8TI2;=D;%H (>ON@I1OV+GKE$LA2- B6E 1,SCG%+ 4D7NA MG./JZ@)(#EH:)FW]2Q5 L>@A<),@_3&>OPAA??9I!/LK_N.CF9[4!SW%^4EZ'RTWM M]QT**H> ^ST(@S/79NA2Q')"Q2#\;2CL MW05GGV[UD3Z? #[KI>)0"PVR%_I9T]C?;OW>.Y5-QX=?>63+%# F>]UEB_$ M!^(#\8'X0'P@/A ?B_$!^(#\8'X0'P@/A ? #F.5@Y!!R"!D[$F7V8T.0<@@ M9&P-&3]^?%Q;78HW7BEC@P:.T8%"K<$))B%F&60RBJ'Q5Y?BT3*;%;-@0PJ@ M#- /@I>+@(G)1[ZLDQ:XNQ3_'^>\5$&Z_RM[5)UM??>LL"CNT?(OG4>PH;;_L M##?9_4^$7<(N87>WL,M%-)E' =9$":IX 9X7!M+*')W#;++<1 8487>GL$LU M:+ZJH<6W_;9\'G$ZSC<^W)_".$P2#L)\|-]AEDX'D@\'@@E)LY;DV,BQW<$1 MN>"- +SR!U:&=8<=KZ)^X $Q:%V9E3&GE##LI541;.#"U.'<;$P2L\7^N'BJH MQ&+0<245MZ7;=B<7\VX>)GDT>? N%,^H6[W[NA9X]_^4;WD>:H>9J* [0]'* MS0$Q\';AQA\(AO>'H95>!,4KR9ARH&)4X+20$)+E H-"ABN3(6O!L.U+.*T! M#LZZXW]=C.;O;QV:_^\MEG$DVA'MOC?M*.+;.N2\XRD9!1:+JL R!J*M89_0 M3*7(*\'"2M%^5%:ZE.M? QE2O">@AU#^$4IRRVBAOE=M^Q,?Y4#$Q9-(2 XF! M_64@17P/!L-44L*8)>B#J-0XK[2KR0KT<0A!1 MZF"TBYNDW=. 01-; F$O>9^=*FX?<''-OM]PO_>&MM#Q\ MBA6%I(1;PN\WZ(6Z(-FLN:TSK6V\J0V>N_H8 X:@(K=R97:3.R[0\1KBLE3# M8JRPKKBM(6Y4.FC%L,,&WP&W1@R%/;Q8EY!+R"7D;G/.TRB3.'KP0?B*.RS@ MO&!@."97BE3*A953FQLA91:@6,"*5:DAI%)?21N331Z=O[ZWC9F ;C50^%I M$8AJ\&VI!E\K&;G(+YV6=N;AV;1]:.W,@S#)@WIUJ0\,|^"W,)N%R;P;#B8X M;W\ [^GA=FG;SKOWF#P\2]'"65;6;@6!\E:BH 8R/VM:!9G96%<:0EZN*-M$& M:;(#95T=EW)=>5##)1#&Q))= <::LE.U_$=ZWPTF[D_*ILF9K[M/6VANU;;[0 MMOY63OFCFR.>#3W#I5QJ%QO7#ZB[>Z>^>#Z*'D8NCM%J>E^MS)B5>],>7>\XI*_I-N=Z>YI-O[Q1D^*\[; M^E7BDH-R(8'S-H*KP83D==AA$EL9CQ@6=0U0(C/ZC590'"80,B8@K51Z7Q] M'OWVXPP^5,H-A1 49Q"O#MJ4>\\KBC-(M[O37-+M/1=[2T[,A1HN)(N@N"@0 M,B_G#32#2_NM,?(E7_H2ZU36%K3TS93_->E+$_*R_IB- DISS(L_M?5/=S?V7Q%1U-V:++A0GZ+ 6B6F],N?=4HY$MZ79WFDNZ)=V2;LF4I%LR-NFV M1Z; <>]W>D'_"G7>!*T#DKH[D30"GDP0N;H/ M[R%F%8$S[X.2G)=VJ,SZ*2HTL-AA*5#1G@UGL4PRS@;'KUZ\ (!_2:^&0#_FB MV O7,H:B(>E<_4&)NOJ#ZAYRT,Q'$UTT*YNC-E[LY?CL?#Q]CQ_\R6\3G'6G MH_,7XS"Y=PJ*9T/K_8'["J+7H9MR[^E%(U?2[>XTEW1+NB7=DBE)MV1LTFV/ M3+GWNKU^E.]*L"J9!$8H RH:!4ZD H)'$:W.AHF5TL^;++H'RQ2#_Q<4LG88. M5\;X]Y@05E3A=8_[/!&MS]:E2(0B$=(MZ9:,O2MM(]V2;N\P@H@\1B59AJ1\ M'4%8$<"9Y(%Y7E]S;962VRZ'0B.(W4LJH=(H]7/>3&J;Q_4.\V \[;I!54W] M\G_B/,0Q#CI,M2?/1_C[$5#S<$G>H]=*.E3O05$?Z79WFDNZ)=V2;LF4I%LR M-NFV1Z8DW1Z0L4FWO3$EZ9:,38D%9-U=D/*/&SXQ_H8-5BJ8["P#*6)+O MHA0);$Q.6Y$R^I6%^{N}CM(:X"FWDS&Y *\D!Z.,+8RA599=73@YF9_B[.GT MK-[F*4ZZT3M\-DG3,_QUVG5'[\)HW.:B?YG.7H4QOOHT(WV4_W'1S<]J Y[C M_*2\#I>W7TOIJE'JJV\MJO!^[=3]LH/W# MQ#J*A1#0"1 L6%!62ZA13@&A4SM+)^D:^&PB281BG9V/=:@\R5JZ6J0V00P= MYE:>Y+SV[K 0&%ZVUTCN:8_D0^Z)PDH**\F4I%LR-NFV1Z8DW1Z0L4FWO3$E MZ?: C$VZ[8TI]UZWUT^7VA2,9LI#PN1!658@**D I776NA04QVU7Y5@4X/RI MS3<]_6RZ:4,;ZLS0RG[-B!Y8ER>@]=FZ%(A0($*Z)=V2L7>E;:1;TNT=!A"! M%>^4"B7+RLF2FR[*00. (+7=YJLFQEF*>XWQ1C(,< MPKKJB+6[X.S3K3[2Y_-!-QV/\N"C0?9"/VL:^]NMWWNGLNE@\"N/;(DD)GO= M97:C0Q R"!F$C#WI,KO1(0@9A Q"QIYTF=WH$(0,0@8A8T^ZS&YT"$(&(8.0 ML2==9C%A:B985XI,0@$+1H$2B4%4;0U?9\FY MEB6EE23@8+AEU@N(K!WGE[B'H$P&J[SD):0HRDH2\',<_UXD8>.%#]A02;Z] MA?H=12O5@B+&$F- WG[$YHI162<#"$RAE(T3-/,08F% I(%-N$WE2Q-B=8BS5 MH/FJAA;?]MOR><3I._X<*XS!). CSP7]=3'!0>^) ,"')KY%? (]JV!S\D MT3KOJCNQ+/H:MU<7Y+AUP)![Q,/TJ]DZVK.- 8;P(B6XRM#C?5+1A#(4C11 M*!YP)5^WY>1V)O? S;AXF>31Y^X4OZA;O?NZ$GCW_Y1O.1_&AUVZHM#DX!T3S M)P?$P-M%&W\@&&Y@\X+1/J$M4(J0H#)+$ W38"Q#Y!:MBGDC,&R;%TYK?(.S M[OA?%Z/Y^PUM3E"$0D)A?U%(X>"V">A'A3LX1"0B&A< M'1K$ZGI5) M59AE PJMA*B#A% 'R9A=-MR;JRB4UK%B4$"2IH4"8/7/73*@2TSUSSF/\?JZ M8-M H=%ZJ.P6-^X?.A!WH^,3(XF1? 4D14(%GE4J&S+D$I1BKS$4-L<:3 3F+ MWJ\LS>3(F79&@,ZBA:S:04BF@$!DUOLDE+.,9.[M\@0L/[Q(E!*Q"+>$VSW" M;6$1(U,6L'(+E)>FHC-K\-S6(-87Y&4E(RNX>A'3'E*L@:T224# [$%K7C H MP8Q?.15U^[B57@PMLX1<0BXAEY" [R62A(%5HN.,N@'*F1I#9M'UH[\^#BO+Y\A]U\-'G;WGSYZLV_=\/!!.?M7P\2X,2< ME2]60I9<@*VK2J>@,O":4%+JQKM? TC.-927((O5=2^QDLW MI/J]"*/\RW3V.ES^;30_;6*N+6\'H'Z[..JY+N2QO;_!; M:Q:.<[NO 9Z=CZ?O$0?S<(E4X+'? Y4_W>H9TXUCQJ-&%8,#H4A$1?0#/$J_W MF[0/L12/Y2I65(K*91O :5D#"//DO- U3=WR)LS2J=#F:Y+\N<7M27M87LU&:8U\Z9N*FN[>Q+%#QK>8>MQG M)1#4>F/*O8<:'3] NMV=YI)N2;>D6S(EZ9:,3;KMD2GW7KVZJK MEQX4*_6531FD3RAX5$ZJE3G*R)D*R<;ZY[*5TH@*@G0(- @JIC:!8]*TF$Y9G M!]U[+F$#"[@]FU=X^'79W5 ;L9182C$0Q4!D2M+MP1F;=-L;4^Z];A^H;"IS M)K@Z6'$",ZC %$1O TCMDL*DM/4K> ^?ODE]!8Y?]&KM0K;^UQ/5F4ML\KG>8 M!V_#:#*H^JI? _D^I=OOYB))L]DI&Y*LHQJ08DTQ)NB5CDVY[9$K2 M[0$9FW3;&U.2;@_(V*3;WIB2=$O&IC0&LNXN2/GZ91"=2['>:? #%%% F60B< M._F6Q5"\BZ$E?U@VFE1F -11#N%(AKPR -8]#ZSDJ/.*Z7B3N:G.&M[2&=X MBI-N] Y_/^CHZ%T8C=M\ <=MP&L;XZM.I\5'^QT4W/ZL->([SD_(Z7&ZJUB;K MU\('!2=$M(,C&@4GI- O=:2[I]GZ1B$C*9.DL%&8E*.\D>,8+",NPQ*1C2BL% M%-$&1R(I)@(K7K*6B15(0Q%:,I16O^52<98"7[35^*E=3NU_!T? RBE4&I M_YQ]2BL:+(O=A-_"+%."1K]%=JB^AF)$TNWN-)=T2[HEW9(I2;=D;-)MCTQ) MNCT@8Y-N>V/*O=?M#0? #ZIB+" &8C!Q4\0@!8P 799%"6QU;Q<[U"W-\4?K[MIOUMWRX=?(\#PH:6ZP.?-]WK+D] Z[-*

U*1"A0(1T2[HE8^]*VTBWI-N[5/93-M6BN1/:2R.!B[CB)B\A:R<,PR:;5+8B.GC]-8I\2+ZCD1?VYH2+Q*QF
M)B,PQ3@H@Q$<1@=%9R&Y2EQ:OU+:*:,7//!L0-K^?R>8%K[4TK6E/)JC)#-M<*EHX-PD+-:X6,PF\J2(L3O%6"I9\U4-+;
[MM^7SB--QOO'A_A3&89)P$.:#-M5W@^Q[.(LT'MC@/!A"3GMAG!B4>B*2Y/+]J13(?GWJYO_]X[N!N.M4LI*(\6
MK(0&.]QAMPME[H@@Q&&R5U]BN)-MNRTYMSNYF'?S,,FCR=LOG%*W>/=S;_3L^2_?\$**#[W10V7%0WFB*QV#IE*(
MA#L5>OR!D+B1>1!GL+C$@94B:[RM-H+$MI?AM(8[..N._M_W4QFK_?T%X%14-D(/8;B!0:;I^#7&+(GC/-%-PH3
@N*@<XR1HC!A$2\%*R#4:ZF-15(%J1&$]+H&VHUZCZ*B9MP2;.M7.>"_MP-M8V5CQ)#3%"(E05<9
M[;Q*&C")EB*K!-2A?-216@*7E3XH>Q6ZS$8;2^8@(J_A;M;U&F\9<">89TS(-M;*^OD[M5Z"HAAW*;%:T(O-1>-F__P7L]*
UWTNL:CB96%"A=(@0N!*-L,26)-MILB5-73GL^(E>4A:N'I-Y._C)A-JU]^D:).7#S8O(*0;"FT/D(_KUP6L_VUG
M82Y>WN*NN:C_7O/&?]?*.JFFO]_.5[_^A@?Q"G$04CM",4S>CR9O!Y/IO%XX-MG]:>%R[RJ)V4.&JW-SH;E-$D3-
(HC.LMACFV\T"[1Y\]P_:H\NC=((U#5[OE-M>7B+,)EF_/AUM8'M[0_M^Q\833)>/@:YI(SQ$O)HAHMN^;BV_.)L\B2/NO-Q
M>/^XO?OD/.2VFOI9'O5HV:@/F@=UBY[V1Y=_9'D_%H4N]B-M'F;SQ^%B/GWRY1OUL2Y_O;#S,J$[E-JVQV\6WC?/?
GASY]ZQ(=/_FC$A_^7X-MY=&+XS>OGSU]-7CV_.G)RQ'_]\A3@/I-=%+/-[]_Z>0G:?Z]S*>_M;M-MQF-[];H^F_\^?
O[ZU>!DS>'C-F[KE\'3HU=_&?SRZ\G:?7MW=7[T-MYN=GM>O^Z0$:P3K<^J9.;LNMUKA%_'3%J;2;6GJ-
#P!O]])X7F^]_3E4AS^]-MJ(Y[=(GYR?*K.&./V!_7E!M._[G'3[N\#S,JAP_/H/%6&#YV3]62L_./GSN9#0Y?>YL\W7,^<_?C_?
+V9=]HV-M_/&NM_A@-N?B;JSU7L/\P5G]YVDWJ-%^'0E^L4]QO=YRF_VPN_@-]3'#I<_MF^R)/XXF@_GI]*(+D]Q]IQ)
M+.W-FO.MN;0;ZZ^&2FUQ'];.JH4R3?MG4R+@PZ?F6Z5+M@9T:AFG5A?P-MQG/0UJ!E06+!%0+:7(S.G(-TMJ7F9PW:I?
I#.)^]$>E!">C(#-M-6NOFKOUB:=%.UJR^>3#)ZXS$_5Y%N/B0S[_5'8U5W0'/>K/6/\DC<(BU@R3-M/
AGT]KB_UG\@L9N>Q2-'EC%DXT/L;((+,4Z2#+.<5!!18BY<+!,:A>1>^'T
M)B:9/E=8Z3#LE[]%I:Y#T^]QY!&B&*=9!#*T5^B"BMURM:)?+\;NZ2@.)AF?Q\@#EX4F((8VD)I*_E3>S%-_/9?
M7>1.OICXE>UD>*_,66K.VEU@[6)4)QRC@LF,N9-A,*+DX!^:EI[^IG4-N4T-M[%#;+9Y_T>=^38CJC2E[BBADGFDN
J0&&<69;>>C.Q#1%)^+%3FLG,RS3L2[-M743YH65;/+UQ+_HU3?
^3*+@9Z.SP;0,Z@5GHXNS189#'G6I/N#YH+Y5[^B?-M^*$N%::+V2(W<-
A2",F_]%J'A^I?'B9=G6F3E,,!?)8.5$$-3K("2AC+G8HF-ML!5_M4Y(?
932;+D>^9G>3\K/'Q3>'4WRBZ7RNV>3=_@A=7A#_DP.C>O7/-UM-MZ2TAJWBT:MG;8F&^!25S1:+!5SF
&SB1@R8],[383RWQ6-8J@8[7:\]USV-M??;ZK(P#^A[R/ST-D[?UN[_<\-.6:KI%V#\>A47%5]K\0]LF#KFYU(M[:=9>-M-?
=!9\G$)F;)Q#ZZS!H-GH=1_I@-N?23T_DIS@;I8C:K?_3!@=*(;X]"51KQ-M[=:
(+W#,608/R;8C$E/@X+4TP&+A'*VUI1V1>/_)L&>3.N(+'?Z,R_\^FWS0-M]\]8L*HY?
TA3JB._DZ;Q11K3ID9\G%%M!P+C;MN4P+A;8'0L2YT]\ZT!*55-M!,=%F^62#&U$D5C8Q%38=P6C&-
;&$1J_0UKGX<;U1VDYQSLX#^_;VC9YJ3V2-M%WFI>^Z+U;Q8QP(4RP0HRP-
$ICQD[V,*61>K5@[GW4RX_5%V+Y:JV]AV-.7_M?_;>O+F-(]D7_?]]B@['3!P[-L6IK6N1SIL(69;G^E[;\K'D<]]_$[62?0P"
M@B?/I7U9U8R-(B@M(@D-YPA0)]%*5E?G+I;(R'[&3^2%S>-&K@UG*%P]6-M3V-
2:VHH8P2CZ"A&7%.)%*4.">4ITX0H;K9RV7=C4M\;_&Y7/I(,%#XL%'R6-MZI'%C+Z;&3V=ARO#XVN;R45?
O2"A*_IJO_25(9[J&K24D-R,=1PD&-Z$H3IB-MB06QWDGW:,9Z$NZ?
5X*\"/^LCOVNOMNU.J,#)HLZ*VBYWVM:T'*_T%+6U$G-M%))$2<1CS9-6Q"-)#:=2@ZUNM]!R9];],Z(E&/^RQ-!+#/TIC?
^?QZ-3!$AT-MGLZ.795/)D7IP,%NUV^[56E-"RV$5N]V&Z16[WRRH-BCF]P0R-UBGP-MX:E%EH-
3S@58F#X(5KL'E>.:3(?^'I,T*>B/H'K[7(Y+.1R+;W>:RR$'!)<3-MGR4(_91VZ-*_ZHO5ELCS#B3MAA[V_1H=LE[[^NQ?
O.:[IHN>8]!.3:!-50J>S-MMQJI@"7"LJXYEC)&QA\2;;Y&4VW6D7S$.(DFXO&TTPU?&A_\]Q=_"JL*;LW2TC8>?
=N.B#\$6MW'I["*P!<-M-+@-\!,!,!518&($$M);Q(D.X&58B;-RCCA%G:JWNAG=)S'F&0&8#;AZQ(S!
MPP/@^^J//*3LVHOW.!)_5W$X_MQ6DY[-*WL!KD>J$;CI=Y0R:C?.7+EI/4T9M/G5G)F6&CN/5'06*@_B"*>&%Q[9"2
MTB5'S2!%L468.ZR#HK7?3?VTW\Q%KH'J3,,O2U''^L)3D'>T?\7K-MQ"-
NUC^[SU%B904*"Q3N/-56,QV%8L@%2Q$7M49&:H)J"I]:@#PIMA*8[A/G-M>DHH)
((.*"]HM:5!V-.6/AZ[$'Q;Q>GX'(SV6<_4Q80O>NN8]-8U!XU%73/C-M4J'B9#Y{$9'1-
4>.Q6"\,AZ[G=106TCACR"$'T!WO!GY7SI1O'@?'U/G$#X@-M-3XHG5,280M\%?CJMH-Y34V0
D4*&,85P4A'3A$C6D2M:AW)3MKE/AM\43"9-MCQZ^2G3[Z:/;DVE*0)U=Y!H(-5S#2?(3BW(I^4\E_^D9XT(,8T4]6-
R!\62O-M:XD4B0[1FK*;2:Z#W#J"O9,0^6\]'OPV-*,9J+]W"TC8U8EK0DK.4PFD%]-M
MH+M_H&N4=D7IW:7DA>>LEC:@R'TJ&1I-27'P$0(AQ%'N-M+67L$8^F_;20X?N-(AY#Z-MKUB#E"$:L4"HI2&-P8\?
\2#:@^#V=@?1>/(.Z-'A[K.4OB@'T;J#:(OB%[$9-MF9$KA]#*\9TRW<+%A[NL!S7=DM#Z--
OT790X;=*/8PS3I"7=N"T]"0X\"^98-M,[^>QI]S0G./E421:X-X;7!*A&4(.\=%I$*&L%6^\"$;Z^_CA]G8_?E3V\[!
MT@UODP#O+.?UL!+&GGZ;?#]DIB!B0<32I:4D@3[C<:FF5T_)V'3C_-Q>@6H-MK9P5FIX5@=[!5Y_-=&I-JPVJ42B6:
<'A@L-EL9]];D5NB]S>Y2P1"=$:XY%4-M2B#N(E@-A&$4E=%1.FZ9V4J@N',!^_6#1-O?[WU\FU5K=@C?C/QOT_!C5JO_
MM]>JOX;9^_A(GN)-ZL-J3UWBEB_"LIR=A>NMR\3]T^K=A]]^*QKHH$6O:*!U
M#20\ERY2@U1*)^%!4&2,C2@ZQIW40K.X5=SXP8?QD\"E_/)=Z11:'[L^*?AT
M[MYH/AG!8UMA)YYB/BV"BDTF&8FO-0,*F9IUO%0AY\VG[7^,0.K-)5B:2^-M?'NW&26I&85.V#XWL[-\??
@2IJYI_7=A>-)NJ+$4P];0(O6V;"*(^><)3+\U!FMR?8]-M&P]]2AV8F2\PH&D8FEGPU6SB9<'9>I=9L+]WPOUQ_-%\^;\K
MT?]Q//UP9J;A^R3J;]%S(:"R1QAN.J-&+GF-O-MD9)U1)H8HC-1Q@2SRQI0SX2,I+2J*5'RIXV2-
R/73,RPFO2<7XT7Y[]#-0S-MY\6P,;89EK)0I>Y)J7ORW'K0:FPYL1I1(FO$B>-(.6R1Q+(.LJZ##SMI&/%C-MAP
_)P!88L1".>XJ5867XH?%5R@X6W#V.4]]["E0[&&T_,"+HZX*HJZ72;VJ-M%%)!YX+.!9V?M?J?,]+7'M&H,.)".F2IQ-@,8%?
[8!26.[&"KZG^]^,"$QZO-M^I]ZQ$#0GF]\8AH7\"W@NWNPK#TCM>,>Q4@BXMSIU*2-((Y9Q#)H@[P\Z9R&U9/L$/)L"
MYJD8QS2TLVGC4J9,^KXHJ1>T2U7V>O?+NJ?.$%\'DHH<,1CVN;5-"*FK;0N-M'<[-M-HK??7%G9G0:?C>S\"[&X.
[0,^AV'D+NK%P2:0JX[O>:%G#=+W#UT6,E@D0$
M8[#L*97(&!E0H!@SK94!VWX7WL"+!U>)=0'7LK/PP,8*V^["X"I_H3*SR@88-MURCM-
3^SUD"BJ8KL:X2Z[J#=L-.\)HXC$BT->+.@0J*_V0=3#*!EMO)]#7-M5K+
(B(&2\1K89&FU*%:1$\QYUS[N%/MMM1C/S3M9-R:X3\.R=P!_R=AM:,-MYL&_!P3(F:4[R[;1\8>L3;,P03+"L-6@"T
>]W.*PU&,R:1#LX@[C!!VD9P-M!1A7RE&B(]NJT\]$" 0P%L'5#G'+''@.1B!9NZA(-,((?P-R_A\$?T&0X&
M8,MNQ%.XP^+H[$CJ6.GM-D=GX\M\/PG)KN=M[\7QY-Y5U-B-5>]"BF(P4
MPP"]0IP+A125&M%H/;]QD''[6&YM:V)X;9%G<#DHRH-LXP)Y4E/A,:,ZB-0-M>J0>$/ED6_"7N.YEJ;V"MP5O"]
[>JAF89I8J(Y%11J<-8'-8"*%(*%5'2CDF-M=*N0C]*>D^@T'M56[&]3L5-M5W'MRVH!_0BH?9
:J33#+=,M7'RHRWI0T[U_I.SEJ[,'6)4?YI/),*2CZF98-M>3#'AN-V/H7!C&,%5A/J0F3+=/17!4".1J*.#$_*%Q_ILA[4=$L=V*?
JF#"!_M*5[D':6TQ33)96&;$>A*!]2=M:E(E$FA@'0%?#B=![CR2Z]"%KIS,./969A6-M;CZ=IEM+Y:@2$2T1T1U$1+7C+!
(ED=$NE7VB!AD9!1+<,ZP![4BM'W(D9M$<-M,\O_FY%_MY#^GT9O>MG_K1-]^!(^-6O:O^OE'CYYGZ3^;2?
T[<^]T._LG.>3-MY52\Z'!G-=,"I@5,;]4GPC+'H\3($DX1MQ+-E-J,HE?*DL!K;+=RV.[3:7@O
MP9363U9T[T7#:;D_^R0^Q_L8PS2=>7&IKW;O:Q2WHFC"H@E?4-7$%XWT!2X*-M7!2XN-79<8P-
%CPE8HET=EQ;9!VUB&,IHK%61AH>;#@O+(*WR2#(%G,R!ZZQ-MCW]>60*[LH]+,FL)R>^W>;P1BB\;K6BTHM&*
5P,X-(7!2X>^_2SE4HJ8E#M-M4GF)J"FRP7BDP;C%5F,3:O$(!O!ZR'AGAY6+F5NBP/MBYOXQ-AH-882^^G8X
M;MOOJE,#MB[('8SASS#+.2=M9MVQ72JH%Z]\GJC,*JV-'"6-B#RJQF9;:2[''^-1/\,LOU^],M2IC\L17K7!?SJTDBS-M
.,AK&D!QJ^'I9D2BGF".D-9%@)I+6.R-NL/&6\#FRK/,.=K?+=-]G-YWP'-M6!U6<>?'.L"[BQ-
/6U;XBS"XRQF1>Y\1Z5W4-.RK-QC[#*"/L.[7TV/IKQ\9-M18HD%$DX7DE8J%[X-YDW^=>]8/RU=U-
X]XVON^VL'WMR*W:XHQE\:2SWF>R'-M$/*6\3F\^2)M)(_&,]AQ-@8SU^C+*\1>QV'X@GPS#=F*?04SGY^/-M7ONFG0S-

Q:OT[>N)\:F6SEIURZ:;5!]M[3[XGWD[:^+%XH7Y5A1&_O5DW#;Y MV=,P-
+/F4WAMQU\2Z>"9KY;QZ"^W%,FOL]9^+G:](O?[F]_>_?'QI[__[FX[L?[@[.NZ!-#B=D?/SG;/S/)3[^ ML\?':R[Q\9\@-
/M!R5_??WSWH?KXOOKCUS=__/ 3D [H^/'=[_<,(#_&$'_Z MI?KQIU_?_/KVIS<_5Q\^PO+^\N[7CQ^NT"M7+_)-
[UQ&A'Z=G\,2N<5IR9K7 MGG"-G(T&<4M29)M35&,_UP[/[\IH)+S22%'*;S\/C:Z)[[=(_!!^2D^GX9O%F'
MP"4)UH,H'&QO]M<;(BG/194'(A_HNKD/U<>S $\,<_CVNJGD1M/)^.I2<;8 MM[.S4*5D)8I?O^W,MOP7>?U=U;25
>NK&67O T#H-%1Q/AQ>9!/NM'O >)2F M?-<);V4DT5$^TS1Z92.'XZ/\WE<<;@T5Q4X8L+PV$8N9#,0Q^&
MH)*G8"]^"L,*:.":-MWG +AX_/@&Y>8OS,E05>W8?H)7C^!QV?#L?K0I$>M M=;59UD),>8P4$S&HTF3[659GIH6W?
AJG2;1S"],;S0!L87;PHVIF;15B'$]G M^95)N,S4G>7307!7&([S$;M!$FL_!T,3WIA&W5,K7[?\HYT!M(=V-(]QTWF3
M+X9E WKFB@?IVEEP9XN+38R#RGA8U*:==7/HRVX;($K*SC239F:&)P^!W8"$-,B2[E"Q,B:84^="EO9X'?>/_R]:?],
M2=_-_^:-Z".+QX&I>H@H)2>5)DNF0>'"\KGD!R-#^W M@%(_"%%CYT=0@(0)$!*4&2;<9;[#D"!;.!O3B].JM^F M@&7-
),$(/.8T7=N&_M%F&O*]\X2+,P-(O/;-60"-!K#X !TUC^$$:;K6N#X M:@PN6@-3-]-J.8J,0 "@XT\]=-
H.V,.LF8VG\#!XZJSSJW.U_^EX,FT"^'07 MJV=9?4#TNX-H=>K23=_< 65:K!J./4P/<"62;3T.W M!*MYK)8430.8%K-
>2RU/R^1!P2#@[:"B0$'A,.W>)Q3N;)(\A@#9?'_^*6V,BUQ4O61/ Q6,[=LH/ AF?=,S2+D8 M+)Q/M)\9GUC& M.#
<_3ZP9DD0!&C29=9YO3?]RU:OO\-Q'* 8?#6'!(XY-.FI(!=*81U0[HAS! MNG9B)\TW?@\=R+PST^2NM&]6*_-#MS#7IG:
(C=2.^M8Y:C4_N?ZTX3.(,UP] MA"$\XPA \7P >0K9>F-X &XBY9N8FT0+U%4/UH#LG\)HGEQ6E R'A6K*NQRW
M]!DWGY\0.=EZ':PGR&?=T,D\8[JV8P/; G8@7/G XZ_=ED:Z8Z M#:.L(C:T?0MJW[,1F7R''P'1 M*H+1?YT<+4?
L8&GR1EH'%(GBF\;#9&A&&;#:$/[<<*+@M=F%.IN.YZ=GU61N MAXU+=BQX'Y_2RJ5WS, N[8\096?
3SE;>5YN\O>'0V''O>PVJ'-$*X&BF,%MV
M&19Q!9>%A7'VA]H.F]T7R">5[UVFX:^=/L\@ZP[QO.A3S3HV<;W,5ESD8*6H#!RN #P"+@T+?RUKAFHE].I
M.>\B!5G1)$F.8U#TB3V!TW+H8 IOSVRZY;ZN'&80*'A!-[(M^B1IL/U^2'I5 M.X%/-]
(';@Y+EJ2"/4TJ$"6IX,4F%>35NBIV+Z0G!EPG%)DUB$L=D1%<(U5; M133&T@FVBQW2#RNKMS_'"NOP&X
/6#GM=:'\:MD^Z\WLMH/])SFJ'0!V4GV8 MGY^G*!=HGXU(XI+, /0=G8_64#L+RR DV-
:W)5WN_S_@K>:G6G)>VWA*\S/=Z,1G,8WK;5 M_G^2G9\#IK.S?.>'-?<$QO3N2Q^NA">>-VVV#=9WI#^|>
[O^J[XF'NM.-3B^XI-ZG3!(G$;^U!N S!IE:6Q^M#2QNU8N]5SI)ESAR"2@O MNI^WV/=\!M8U6V:IE#7MSU_./-F]^6
M^)$0Y#@!"T#$+N'FO]X"^MEI\U_#%KPBU +0XM? MQYNG7]6$U&_2&01P'PD^7CJ D/^^W*"N/J#_+[OU%Y4?
YPA"K\=S^E"O*->X M*^N[+AM^Z6/;BRJQ:&;-I>5P95I\]5-G&XPGS:C?>U\E$ WR*XU/GF4G3]_" MH
&6LESD)F0PB+1'O0POIRJ'9MA^5^4+P4N!T:QV,G,DKXJFF6Z@VIJ8+FR6 MD^K],B0%5\Z':Z;)
[&P:N@#Y"'RQ102PLU6VHY+/N0LP#7D!%P1HO5OF6*+'97NLWUBX#SZV9ZOXC,G8",/_G_FH
MV[A:6E>FL\,6C[SR45U&0;<#V+&CZ6-2V[.XTJA<6I-KEN!_W,D&?/?V:F,. MGG$!8XO
C7F_<]0GOBS/D)C)!%1Q#F.=SIM.,X#R/0^F"V'G>],O6:I,NSG6 ME:%3?9C!=,W4MS !G^W>3,B%WGCS865V9O"
[ZLX_)MWNR>JF/U:V:L+!WP]CK5;DQ.+(,%*E,AQ[%,&HXTIM8Q&).3 M>!!_? 2Z=F]QBH)B6-
YF60*W$26%!KV/-8DZHV=F%RUSB+@/N5MC9 M@672PVFK(J-0AH=>"[?KF;@ '>?FS[
B>9>%UH(W/^DMPH3^:S'Z+MTI6:)K M*55M&V:+78UE"E07*E]V!TT7=H>YP#O+IG[=.-V[L7KG;,;DV!Q9;'56-=
M[B/Y^;3;ZUE.@8E/P;-YMW26Y9!78Q>0#.!+?]EMZX72/;T6[6O;N6 M<9*1T9$S95@-DZ+
[U(3/7999MSXALU6[,C@^Y1SX[E[0;#B!WVR$WZ)6"@<>12W)+E1:.DUQ'CZ:+R5N MN[?KX'%IW[7W=\]#Z%YU/DY#
M:_Y,V[/P_E'^-GE_;=J.SEY%5\RH4V87)]DKU*7?08G 6(;K_Z^ MP]-;P^A^XL.CP^C;G!:6?E9KM,O\M2)P3AL[5I#]>
527$ZC6\;N +&F,Y30 M%-#X] P K3OO!!=\"HOH6O8A3,IB:6"Z@-9@"J5=K;R3IC&8Z!8 =X>KV5]B9NK/L+9 M.5Q
ZMFL.X#5*:EE*,N"RHO-\N 3D-+#:!6'1Q;' =$7J+;YSR M/\$+R_#1N_<
9I]'"TQ9>H'+,408<_MJLS!"]]]_]KG$VXHV)U/U>4V)EBG- M"0 B78Z&YF(\GP%YO@3_NB,5P?
@$_W5Q0TX%G;3A5=O%JOZ^E8_9IU^5A_N_%F^]]XWT M1#_#6Y]KJN*1W[HLY[G%3'T&G[JQH/Z=ZWMNC?
8K13U7V*.>MTK^EJ%Z;9WP M#"7C>0M U5Y=_/EK1+BQKN%CTF%7I?M6$[RBN.%M^E/@DU3DKP7GQE_5OF0Q
M]DEWU[GL]R.&8^C#\2-T]ZW\O@/ MZ0;QD/7=C[+%.Z\:8+FNM7,&T2!3G"5PI'402$@<:FV\MF$K9_L^50.NCLB\
MF;TUTVF*%OYW"B/NJB<$&9#;]FU[4;R_:]DND+87DRZ0ME-(BU8+'[%%M!8
M:91C9+TPB&/&N3*4&KR=$UA;R0*+B!BHHYY]K'YX0T6@^H M)@72'FP;WZ;MY)'8QC=LLQ;U<5\1^KJO_X*$;">-
C\2[S@DS:.$==H;CE@, M#G'B/!C3G*/..ZU!"U"W6Y*<*UGH.Q(Q? !Z+G'UC"WB>,%S(M:"TW$DN#J*46;/* D6%.
(F>D'%/!*3$KA\L21]S:LQ-Y?,N MY]PL\V:NR9DIBFSWDGIU,\!GY[2GBR+=AAP'JM4"4UH2:I"Q!+2:EP$IC37B
M3#)&&.5:Z5T%S[^6A+[YP=J5NPJJUP,BKZ_"^Q2R]1+U8 '6 JP%6.*K)0K M;K712#&: BF>(..)1((K2C /S"F[JQ#^-
(4WT-1?Z/;CQZ2A;!;9U&9GH#5&@4+1%_D0\A CG_GVJ,=A;HN MEU>4)=RLB"BPR+6X"7G]!(57[!0N?C86_@X^?
M]98:WX!Z-07S;QQ_P=<,[M 967Z?OA;2+A9K^=*U8C%XG(79[ZL?<]6K*^G4W'P[!9ZGF3:DB&)85&?O MBBFD"F];K]
!0"/^QFM%T)8$P,C.\2%6RUVLVS#;.S;>S,&E?5=\VWP'D @W! MO5T,/"_MM^UW?=F-)8E>P]67+P=-DH-$N?
&L!0E<-0!??UJ^%>Y=UDWJZM5. MS:CMXV<3 /^0+OOT72Y'Y))=<^5%BT/WU[SZ==;:W\)CUBF2NG7VA,J:O&KA
MZA8F$0RLS-6/.MK*'^M(%KHJ4PHI?EJO?U[7JE[[M MQ>&*1R3+95&JX+KU3?P/G!U6U:MZVZK-
IELLG:Q@PQ2GJW"Q"[I=6MRE,K8 MYGZYPUSNW!#[&@#/"O+;5)8<%,%-2)]E M-H-IDZJ37S?
R9675B^[1EYOI]EK05Q-SD<77SF=]*]!9=1%FJW?T,^B\ONM MXHG]%8Y3]4O,D=&,(LZT1XHYB[2A@M5:>(?
%+OR51>_:W\+TPQE0OG@K=S)B M?P4^^AG<]@KH5V4"'BLXIB8J+L=54A@CB1%X^F91)/G\?#SJXB1938*8SOL:
MEB U3:ZUO[S5=H9@MW;!(_,) [':W4>/MFA=T6/2P<U M84VEF*]AC1]!L_EKZ32X)TLW'2%;P.RL_:JE&3]?NC'1N-
Z!S'K1K"X/7Y+K M-NC&F73UI9CB&ILMF72=%SO.JAI0LJZS V 1T>)I&ZIZ&8?\ZNKTELZR76K7 M_@%,X47IW-
S2.J%$&/6+&7JE=:F966:/S&WKML!G8/C>*^YLATR/)MZ/@ IOLXK) M='@?+QLY=Z]\N)\5OG=9]G
)R<.+*_%AU3@H]&1>P;E;$3OQZP(&M^#NZ_IQ MP?X7O52FEL[K&//J2O-
J3S;3O\H%M]U,/[@JCLD[N&]M0WK_$I#WOI&=,'7_M(9>YED*.3YI7? 25Y42I+'=CA<9246['I_(*
(A5$*K4N[X1(I4)LD9HB-?>0 MFE(0MARJ?_)#]7]\):)83G(>62&Y8ZV=F+*1:J2=(,A;3UGD3K+M P !:UM;A1$+-
=S#K4*688H")L%BZ;BE_O(F MU0.WIM[D#*R-_]7=KLGZ26K\E8/4-1]@*DJ-U >;BZ5&ZBW,Q9Q)4;3+D8E4
MT2X;]8^B8HPIB51M3&H>P) QH"D4Z!81%.%";AT6]MIPI;U$SCN6VIMKI!R3
MB&AAF77"!L/W4;M(,E#RT$(X0/6(&X$F_= MI5A]6,]D+LKDR 2H*)-U96)"-%JK@+"S
DQ?)9#&ID:U\E9&0Z/R6XUI"#/> M>::1P$+HV$J!.[27* MT=1I<$!QL9I+V'F'DO7N?#
(<7X30QYJ7)S0G0S,JZJ5THRG=:!ZDHH0(3JH@ MD-16(NXM1UIY@G#M9!T=IIQOU^V/ACFL:B19Q(@;A9'F-
47$J:#K6A/#W3ZJ M**T'I,:E>TTQU N2%B3=>4B#8N9E+9$PSJ1N)A%IJR3R/##/K.">;15L45P'
MS2G8?;D_KW8$*8894I%P3UCJ2([W$4DE&/K\B3N@O'@D+2'T!TM>5?34 7>7 M>59-=51-9:)13DAL$0]:
(4ZE!%WE.6)&U3C@M*6[U9WW/@4[]D%7D7I L1PH M_>CYD ?76*9@:L'4@JFWQ%0BP&@7+B#O">
C=PII6H,M7RO"P-G&HM3; MZC/^K=+38G^7IJ!O8AF8*HT SO: M9F [[^JEJ<71FX"
()!)QQBU2@8!7([T4EBL:Q4ZZ>L% 5ITY?IN.1_"KZ_KQ M="66;UUH>;WJV]YB_Q.TA7%=L=J?
VG8>_'K;DTWJ7ED@\$70<-P=\?YH(M](_I^'-JJM(71$T]O.:E3]KHHJM@6X4%G4XI,KEE-=E4V3_FLOZ]5?*_Y^>3
MK%JJ]_-I]?V\3=TGVD31Z6P^:8$K<_%\"D!1?9MNZ/ND_>_WWW](7RYZI2V: MR^1G]M\-KAE(;MD&P_2@3RXJXU,&
<2Z7_3G5^Y^&3[D!@%G)0]NW 6IS#>-T M3&]N6S"54@W\OD1P&(&YONAIL3F(KOAS+K||
Y)V]3A3WYC58U,QVXM8:Q^EIPXLT MDUP;]S83S=6.QKD1TJF+J<[>1],@). Z@"E(-X:VQK\I>I^J^
MPZ;KRYS^]%WGF-3Z8-;UMTE%?:OA>'0*%UW/06G8N<&-B;%)[A0,!@B7WMY, M83[C5!#X(J6$MZD&ZN)U-
Y!G,AVG.L@K?NR7[:1ZDSHB=![6L!WWY[_G(S'WN MVM'.@:M2B6+;TZ)K09*J'2\ID^?>+E;@C3Y.=.^W9"_1>Y9CRL
M1N[S-IHM;TU=9$;M>N/&:3B=#P'0+E;HT6L!=]:$96O(]/3@FK;)72?_S,#F M5]7@^UY,N9_"-,\+/CP/9CF6_OWP#EBS!

Q]-?-E2[.$OUU/H\6UP"3G74%W-M^]NW;29+$I(YT9JJ<=FAW^#?C=C*V3!ZXU_8#ZUI7YVZO5#V/9SD@=<>G&Q1:M+RX/+[G3D_A)]2ZS2V=J)'\ME[D_;V:SR_UXFF6SS^&RL5=Z\EJ7@*S4FG:I-MK';,GF53BZ[IT5*Y?FZ&PTZ/&V#"-!<8]N)!GCK9P;/7U)GZM/6,A&*F=PUE26;[O-ML)!:[%Z2LN%&XZ@$N*DU-ZSIL.G;3(S6[X9[)J9)GW0QZ=1'+W?;Z,7/+]SPMA1P.^E96MQ0S,QK-@9L6(O-5\>C$/&R*R-'(QWV"IM?T@]!""$P5AO,[U_DEO&9-6=X"5=_;P1F^L0![3&+S>U-M8]^#(6YD#^TTJ.@\+#VK#:*$,<0#,4B32)$&K@V<*Z^)W07#KRB\(O-SMVK+-ME^^%SKO4SJ2S=7-O1M,,+W4*^H]KVIVO^+_L]BUW(,6'+=OP+'5H8&1RG-MK=HT7-&00M[WSGO>QDZPN%TSBIV]\LGGR$\P/O0Y'L,Z/O8<-U(%G]1!P1Z6M(M]EI>UOLR,PGKTB%7>:WE7+L-S+)F_,4X?LW.$IOQ^WL_DQR-MC&79B^0-6=&L_S@H]EX(ZEBD7CC[HY3W"*1>./NCE+5,^D"D7)C^B*=_/J7FD#;7]-M=6JN(^XO5R5,O"HZLL!'F7+AZ"-8WB.<,N4#F7)A\B.:\L,V9^[@-MLJSGC>>GW]>JZ'K&='[(^E/Q#8GH^^+WO#D-(W>QYO/"VGALV_WGIW7NE/6&.N_"O0U:4(9B-M(!YQ0BQ2J75)(IQS*FD5_2"_&2:88HX_#B>?C##D,YXK1WH6F1JJD3-[TW;-MM!ME[?[X\,H0U@2>"!;KVZ'V%?*VZE!+>_0)^"%2,!NY?M%,'[!N8)S#ZJ3-MG$_BX1JJZ'GJ>8S.V*TZR8^<\[-S^?Y\&[.$/QCF2#X#],.MO@^-9>&C^;(C\+M#F>07(A(%^-KP%>"[=O$5)?3%KWZ1\2+C1<;O9-QHSA3FMFB)//#AQW!ND&'$(6X4M)L(RPA_#N%D9-IMFSMNN4,H.?;ABRCPD8'C;)J0E-M8'AI,=Z.IY-QKFOD@<%+X/81:ZHFG55XSEWH688U=0'Q-VGR!*BD;!:1,(P-M]=M=1F5@6M'(D><8(ZY297!J*'*!8"EKAX7;;H3]//%"H0:D!P/@?,+OAW#-M*C]"G)#XJ(1#ON8*<:99:BH-J.48E]AJ*3!]-GQ[TC@AH7=H-%ID85]EH2#>-M,:SRQ#OVWM6<+QK'WIGI34*1<4XXD%:I#BFB!FGL,3P#WX*"_%:!/T9_MHU-M@LJ#P_;Q>=N57GKQ8E8-=("I/=)I=$N.@X&HR&L1!Q+^-TK#7-F2"V4DE9M-MI=+L-OB>)@H+GC'5Y.!PKN1MOHP[!\G'TZJTS%,D1<8(SZ@4!"_ZRPHHD4"D-0=Z"-MKN)$4&294(A1*C3E,2JQ+[F?HA[4JGY6EBD'8M(&RGKH*.CTC\G4#]&:/HX<;J$KPM@%\!^^D1D26KF-MJ$8UE09Q83W2E-9(DZ"B%"ZJB!\#8)\H!%X/!"T!A3W,5KY/5'S_P]X?QS,S-MO+J[78E[{U;0Z-E-DN;\T3G9]13SW,NYC;$.%"59:SC1'J'A*5I!U8'I+"C-M"/,8N#"$D9I<5EDF*NUMD*CF*340>XN4C0S5D7L7NJ"R3T)@A-.!^QIE=8E-M]GEY:JN:'1-J)WBH!C*9WA#L$O*>>/$F0)#VDGT2@EL0AQ:R?Q$4#T:;.FM94'5@JH%50NJOI3P-X[6<$P,PH1[Q(6KD14&G&SIB.":!D6WPM]/B=*/$?Y^-MY),M>XO1)0!>\+O@]S-'PZ..@<2(%,6IMF(D2%M'$(Z$28F-HFZK+,%7*WY?*X&7*A:./8'F/<,J%HP]Z>)N^\?_$%S?/I[D]O&LZ,L")67*A:./8'F/<,J%HP]Z>"C6'V%HPM'%XXNRUNF?"!3+DQ^1%,NW:!*^_C]TK%7/';?M*OZ6SH,[3'&6W&!G!$6,I!{R-15(U8*@F@1/:D?K*PI^!*^TXU$C;>HZ'4-)-M]S"%L*YE[4@4CI!].3V-!YR5HM<'P/D%ZK0/03HN*UIE,$BS@#>N'4RU4K6-M2-;,>A.LM6'K+,OB@4Y"O(=]O%+PWD7^:B%QDO,OZ@GFU$M*YP*-7*3BF")VH)UHRS2S+E.:1VD-X]AW3S1257PXNK2U/"Q$3JY#6.G5E9H!"-M41D4/,6,$1V,9WL2,A1RH+HRN;E.%+("N*]?%DHB'<,J[SW=0HC$Y(+L-LYH8"@FE-D-M>&1(2\:5!@51CPG@CY&G4)Z>/&)4H*P(&E!TCLAGR<.TU!9Y!5G@'PU15:!M[8@CU00[(5A=/P;R/5'_'#G0LNPI/R0.6W(W2POYO5,VI>';T39\B\X0$6J/-M@@T4%)8*R&@?D+!'@!U@*L!5@/&%B?)CC-J)+!!8RTMA%QP&:D(JU1Y,%;1F7PQ#XG-M4#]&<)]7)O(E@%T0NR#VTP3!991:^2Q?Y)U-3I=7;L;9Z\R;41&H/2DIKQ&V4R.@0-MD?544BYDS6I]66=1&[4B.B+/:H\XL>E(L:B)8I-'H=.AF+^+@%,L!IT_JM!;SX7F\%1-N(%A"]4PS$X:L80))KP-A$@<:MF+@CP"B3QH#-MIT^[NUA0M:!J0=4#1=6G"8"#08NY]1C5JA:(*UHCQ5E7-0I@F,XZWS>T^)-MTH\1-!?':OJ6$'@!\-+@SYQC9XATA'H$0.D0CV-16VP,TG6HK2&4U&RK.,^G=-[[N]E/O6./7^7F8-@[^]LVG:SX%-MHOPG_%NYH6F!^R;F-*#1V(?%\V$.Z>M^"O_.&>Q?7B'V.@[#%^2;:'X^>NV;=C(T%Z_2MZ\GQOMF=+]VJ])TL^@W(KH/_F?>SIIXL7AAOA6%D7\]M&;=-?O8T@-G2?-KE5\2K>"9KY8,^N667$CHU\A[_6]NP/&.N+6#U=4;"]LM-MY&+ASI9;._W@F]&P&<$H9F8Z>V7FL_'KS2^-K-W">9V[_1T386ZOS/"SN6A?-M?_.W)4?T3UXL8A:'O&!K3+"UF+M=LY#!?AX%JJWXW-X[T4NR"=?MU?OWE6G812F9CB\J,[,IY-M@*0]YWF[:Y:N-MNJ@\>$AM-8X5$=4Y7'-&?TRK86C;D^I-_N)#F,SZCK0X=Z3E]W0C=S#W035;-MS1YFY:NKQG*'%SU"'C)*;6DB/5$U)G_ZEB40UB3RX6!,?_&5CK+8U,;RV8(P)MA;C#@%6,"^1)387'C.H@+AMCE[S=2Z;9IK?[6X]2H-IA&=_'Q=^;NS_]TR[6-MK3/\%>/L^L-Z3\\;ZYS_N9F=5:::Y:WM:)II+R'5)S.?7IJT-8U,AN.D%/-FG#R93H-H4)E1EXP*>.!LOV#@"\<93@.@?-MYU-XQ?1\/V;V+@<9S-+#TL75,/FSP"/FYW!,$?C6?IEEK[_#'2-&ZJL/^-E-M9^.ASR.\6]WD873J(]-FFH-IFZ\WH,U=,\G*Q51Q#B\TSD=K[Q(TT^7FL5F-M-#!U.ZMLVHY>D.,J%\-HEWHK$0FF-=IM_-F,7$B<5[E\#"??BT^FS9/,[WXM=)3>='+9:UBW.C8-F864]N[#PB0QBG)E/*J=-$E5A")3JX!JB:T-WH/T;1UG-MT\I15]<")89).,J3]*ZL51\%ZKP(-PAI]64A_!,CZ[\0K/S2M@^G,IZ'|"(_\M?CAV?WY3!1"_2;)WIO/0O0XF$?R;V6W'N&DVW6-CJ?M[$0^QD#YW1K8%1MR%MI-<@*$D)_/="_'YL1L-T#2B'GT8M4#$=^=W(=GH2DW)GY'H8=3)I.F1*.2B-M"=-#$I7AP8WG-8-#B!%-1R)YSM\+PL]YVJGTR&C8M$_.&-X\,@QX-E)JFEW8X-M!K0(Z?'A;*0H^R)HL_Q),FG:.T"#3<#75JX=?G7=WM]$MW:=VZH6SSS1HYSU=OS(R2(TG-0L'G5_5+_7\!FXY'2V)VTTHOFIU-_]P&-MG'$ZGEYNC+L6FP)A/T?#-IIVA,,RORP(_"=-O+D5!VKX-0(=DK6V"UPH_^9<^$7OR$UYI)7%.I&*-_7<-A_3.$-M"0QIN"1$'PG*]+B!%UQ>RJ6@8VU6$;W5H+Q7R\]]7$GW%V:GORJ-3>F<=<"-M^,]@Z-TK\NH93>D_1L8G\@+?_VL^3O]D'=)V8)TB8SW(+S!XFL$L@.AD7)ME-M(5F3K1R8Z#-SZ=X4LA]D>QOPJW'I!;U\IVC%2KQ7%MXJ=%B$J@C5?86*/J=0-M_==E2=H2H>3>=.(U2(+0C"9S^!H&Y,[R]V/;ANFG9#H,JM-D3['J]C#-$.O7-M+_[JE&<[M[!R(&TY:)C55O+5N*(S#8V89+D5RB)$57FH_97IR/5C):?=N$;+\$\6>7"MOKM2\LK&YTO<^"2X['R^Y)W/:W\CNZ5:@LA9>-M2VUKI-/FB,-[D&4N-=_A-:U=+27=*A1YGT#E!W<6_'P8W1=ER/)-MLO?C/S/M*PNA=]/]^]'O"X<['S_ZF&#ONL#F$T7A\N5[$8C[N!$G6%,:9TV8F]D[-YLL-MZPEX:9OC#\VHVW!)[-8%?F97[-Y_+1)B-N-%5\1%UF,4B[RB/CR_;FF.G(!!TM\-E!Z:21M>M6%B4E^1L^-MD8H^[2O+%%_<%+]R$%[=6#'V*DR[R^'X6Y^#5R_O3,U=S@R]I.D!"Z1O_]]O-M"/[FYKG>J=C(8NB/2)V'6>KKVXNWV!7;\-F2]Y>\LZ0;BVY3B-MV?:[I#W]@FGGDV6=\FKWS9I_VX\;\'$:V]UV&9?J/!HB$8+H%VBWD8T^3_M-M]&]_7^[-Y+\6P67P*+IO%_LN^;_.A\B_?MOO-SV-T8X0}(KT';7T?5A%A;,0-MC=-F3/?;,O[;"V6**;\+&BV"'5@2M"-H]!6U]@^4:-6-%P)ZNWMZ3Q1F>N]|>M[3GVV@,VNX*V%U7'Y-;8MA_'N9]4W)0?UHFP-MV'N7J=TE2!3*/A1IEPX^@B6]PBG7#CZH)?WX*;\O#&]]?3,_*I#[S;]UK1G-M53I$\,D,4R+GJX(T!6G*E-M'"\'R'N&4"TW)0?%O%[B.%WGQ9K+]X:-M[!9C^^7.GYV6/'3U40?3]:>=E$CE6,G])$7,,-M(\Z"1XI0B9PE2ON@,'?!\L%&IZ+BF#+DE:&(UTPBY1W\L(&:2(-Q/EP^V)@\-MM#>!8>$3EW0FE(*6>1"]@0%:/D@CTQFN7CO.C?-M83KNJH\0^KI-68&R?5_2-F4[A#),A1.UP4@8%1&7.B"=?]21DAK7@!Y;];LCMEU0%X1'FS"#.E4161H&B4-A9)D3@N$#9GD#9D[59+T&!FX("?YQ\.*E.4R7M-M43Z07+JU[TX6OWY:YL5(ZT[:J'WEO-AJ2]'L#=>2*2,"(@;PY"2$B-'N=?8-M$^'UEOKRG@HM2$142%!Y2C"D-6@SY3GC#$Q[XN.S-%%[%NCM2)A58#H:);;;:U3Q/TTDVX/J1H[$%,@MD%L@\)LBD-M92>@OF(@<3TX+A:!DU-M*-8N.B*=5W:K>1/"BM12^0"QXA329-QD2*G@L?6,,TB+2;FB\/+DF#QI+&4MC[D/H+N4=%N465%F19G=M^F\=KSV(8(MS\#^IZY&1A&#@L.1<<62LKNLS*2)-MWCKBD.3@+G-'[H(1FB*X0S9B=-N*UYR@'D8!Z7)"E@6L"Q@^16PK*,.)!7B-MIU)$Q.L(8*F%0@[{6AB#333;;4,Q>-F2120BIH@'1;N5X8N-B#Q9MH[06B#/)D(JR1L(13B(7!"MWZ(DD!X64UP5(7N-9Y)=45_3&8TX'H(;**;8R-MY<+1Q[*\1SCEPM$'O;P'-^7GK2UX='5GNK/$7>.^Y3YP*3Y3X*9,N7#T,2SO-M$4ZY[RD!=!V"&C!4RIH3.4:<#I=8#C2%E#!4L%EC(R'[;PDY@1@%B8("Z\0-MMRP@8Z1')*4E16EIS9[GT.M6=I(:U%(43"N8MN]+6C!MAYAF+)96>H$\,02,-M-..1EM0AP[TPGM3,NZV26DI9XW7@B/+($.?,(2T\!3O/1ZML;1S9*A!8C+2]-M3!])ZB>-$KP=CR=C*=F%H");2E&!Z(LWZKI&/1/R^1Z0N.'=R2-M'BB.U;6C@F.+HC*I-&TVH8D%6(M.U!I+E_S\R]4*<"$K&?IH4_U'#&RTBH4-MHZTQ#LHI*_R&-A3!FND(N.(TP#VE>,.1;#5HL-.M4+\5$Q!:T!KN0K@F<\#_,L;-YYCL:9QK4J&S?[Q?0EU0A1[P[B.7.HM@_P^%6K+N=C#$YJ"E-4ICP1"5='S;;_?O4IGWRVE3U-'R2@I8%+0M:%K3<

M67#$8D]'U/IOE3)SP:DE22 ELHX9:(CG.ZB+&VQ*_=8:$HZQ3,4I#V_ZC1N
MT65%EQ5==M]-2\.U5%0A:3!8\3@HI&MCD"6\&H9V+KA,9]JM(>9J#_H#1: MPNEC%!AO&9GW*5!;C,R]
M%YV2!:^Z[6SPZB*8\,GX37_W8IV,* M@!8 +0!: '2CP)H3!IMT,$<[C[CR!!E/*(HAUIY11BC;JD=TK\C*;@'TF6,H
M+QX[2Q'X)XVB5*66<*DE7*9<./H(EO<(IUPX^J"7]^"F_+]M(=:?U\Q]O;' MFLMO^]S1Q(Z'_EIJ_Q!
<.+=A6C$RJ"BFK$!)@9(RY<+11["\1SCEPM$'O;P' M-^7G#?8=GKGWYM8Y4 4_#DZ8CA
_"DX90+1Q_T\A[GD/;LJEMM1>E.7^93P*%]4ON>94 M]2-0NARY9?,:LPTHBHZQ%TZK(,91QIK@GW-J.+AGE!
<[V>$D+G.VR M]ZT7-6.*(N5=C3@C =F@(PI.:!AND]J96E^&,:AZU$&!W24H1MY$CPQC F78L-99A38.]#&4D
M>!I=ZE$HJ46<8I4,N8"4QB(5IH;A%"C;%RB[+BI0]H5*:+&$%DMHL7!TX>C"
MT86CCVUY#V[*I;K#DV[__')54Y&2$53@IDRYG8>0N2N^YEQU^+]M.. ^WMH:4W-"#KN$+<484>T*YVVJ(
M9(FJN642"253 U5!D3)1(!4-5TYY*O&1]/9X,9M/!=#V>$D+H.T0T$0PP=L: M(\L"1]P'B;14#&G+L9
.&XNW2NH*I8,4$?!/1).ZPM7(8JM0J(VA@@FFM=^3 M#F]XP&M<0*V VKXO:0&U'8(:$X*9J#BB3$O$"4O&E@[(!
<>UX,0+N=6!30@; M%(T2>8L]()M)>8Y<@GFGZUJQ(W?:EE?K+2]3!$J!X>>-$SP=CR=C*=F%H") M[:R$"XY1%
(O^V3"JJ1&UH 1Y3W+;9(ZL4A35DG-F!5=UW$I.K84C 4N'(D]' MC0SG2&N&$0,KW%%N, ^BZ)]#8/]"8P>WI
>*8[3VLJ:6(ZP5 9O8260HHS!> M+JS4E NQU>^Q9D1&%QDREM>(URR ":TT(D0XZ['WCCV/';W=!5(.M"R'(N6 ME24]
BSCDDK*G$4X2H,XB0+L*RN1T#8$RJ7%F&SUKJV)EEC[U+86[O$:(TLC M8%D=B/746%?7Q2;;*Z8OJ0-
[$1/XX^3#274ZANF/SN'*$A38H2QN=O?#)ZFY M7SL>-
OXY>V$^J8KZ.@4.5(D1[#4QAH$:JAGB.AW@MRFPS4FPWA#X8RNP8&0- MBH\9%'P$388C@;N#0$SP6.O:UH:$XU!B-
[#-RVN*6?"RX&7!RZ\%8FNEHM)@ MZL&2(UH1%X@$F--Z/ M :A>D!)74"S@&8!S0*:NP)-;;2606D4J*D! #U#FC
'IJ.7M0)KDM1;1>]P M9)IX72.'202@M0*!7:I0D(YQ[1CA\7E
LQB9)*89;8JPQ8M3)%&I1R"AA$68Q>JY$C>GSA)FWBU]C.1"<%] LH%E MLX#FS@Z=U)0Z[!1):
(8QF099@CYZDU5F&CB=LZ=((=P&.4"'/ 2ZZ<04I+ M^%&
[H'T=.;.J&)DO#B]+$LHSA$UB,S(CU\!OYM8MKXLRN[U,TA.:A-*/YRDR M]8SJ['F.2MZ&& >JV326SF,>D:]%2@-
G&&GI'1*U#(36)+UG)^&3++.]?#*/![BGG]?4' 7^?G8=HX^-LWG[I/TV.;T=ST=$V?P\W[X;6O
MO9O"NV]\W6UIE28'D[QF>C>]8BEG/147VS[.&$-I1$3;&G&J0.""""XA2C[$W M3!FS=;I *T>3 "),P*SA!A,$M@I'P7JO
@W"&KT0L\ETZ%^]<6XZ#_[=ETD8
MM:%],_+O9V=AVDAB_+)@EK#/+.#.+ZYEEN*)=6JZV:6=PPSA6Z)\TIW0\2E2Y'0W,QGO>J\'4W9(+Q M"?[KX@8@S-
!,VO"J#1.3J@@MB)M-B^[9WUP53/_4M$V>R<6KQ3.NB9)WKQ7B M1(KTVB^)R&F,/=U@&;^_N9O-
]Q*3H2ZYYWWO(V>:/JT;WR.*=YW.6YSVU?V M8-2C=I6YRQ:">MY-E2VU=1VV?-N, "/&\Q8PI?UNU\T('I,*S]:+X$Y[X8N1
M/R)Q5C[A8S')AS"9A7,+^H;AP7_:Z=_^3C'E]V>6V'VP+[P,-]Z"=1Y&@@Y"@ M'\#CZ@2(+ 6(%0':Q^R+^R1;
[\VQ=OQ>7(> MTH)B.T0Q3**7Q NDG"2(,T:1-2J@R+BA$?/:.+D5TJVM9(%%1 R6B-?"(DVI
M0[6(GF+.N?;QN5!,#T@M"XH]P :^Q\'MP[2!?P]M,%-WENU?'SZ%X7B2ZM@5 MI7TE1TQ;JND(8:%B5#C/EH^F-
NH!4<7X+3A6EO0(<"QZK(CC@&,"W'>.(JB\7F(4*24.,TXEVZH$ M<1>;]UEQ3
A1<*R$@!\N.SG7INB(!6M:L1M3%@+BH,3()55R M72MA:%1V*V/Y/A'B+*F]OGDTS:(P*8>_BPU=\+'@X\
[L#6:ZBHV!N,QNW.DO=)_;\)/BH>:G!7$+33V2;5T7OE&.%Y5CA3H+:*7*M M:-KVM"$I(9G*@A(DE -;._#(Q5:;\/L8Z8^M?
P@;U(_=R/# CA86L"Q@6<#R M3A$-(B@-AB+'7"IOIQBR.@9$.38>AYKRW5CLCPZ6]4 *5<#R\P
M[WO"\MI3V&YH6N"_B3D-:#3V87'/QL'878ZS@,7Y!OIB$S8#K# M.#\?O?9-.QF:BU?IV]
<3XWTS.EUS_)IN9+VOU'WP/_-VUL2+Q0OSK2B,_.O) MN&WRLW,&=_,IK!^;6_+HEULRXAT/Q>[PV,3#5HR0#;
[NV'3!EF=+|[,??3,: M-B,8QLQ,^\.GFU\ 7;N/\T)W/JB),+E79OC97+3]$<3U-5^L8N;QO&)K7+"U
MFKM=M)D9=LI"J#WA"%NE4AV[&EE<1R1I9,3Y&IR![9&JM+_YU9_:% MO.G,OG@>LCR,"A_/0B(#O/>B.C-M-?L\
[A0)W#V.P(J90FVBT*LJE9"A^/6G M\0R@8..[_UYG;,5^ZN_^=$55YXL+ET0?'W.#Y,15
MMY^%H:_,K#+#874>0KH@OZY=PYJE$%TVPK:7^FE(>F M#=4T "9.TX&RBVIH/@\RR=8H>_WK)OK Y$?
C664W29G)F&@#4G0=;:IO@VC_M+3RE^>1#]W!/ R,='I2_3$:AK:]DF;3T(\ WCX"W)B? MSSN+H7_\2?4FP4J>_TW3.#
<751B"&9K& (N7?)I+''G=K#R=7]AHMR9 MR1QF@$KM?#C+=)[#\+NYM+#4@^Z#CA9
O/%IR$51/C>SLZJ9P;TQ@K=I9GW) ME(Z3T]E!C#5HC)-1=BW_KLJ[4U,NKLW'OQY/!_ZGB/28X_H MNG__TZ_?
FTW[D1?'PM]>@S\ZT(I](R;"\')U^TE03H_#S[Q7Y*B:0/ .R> M.'%9D6>;I><=-*R %60@?
(&QM^WP8B4>2;_DTAW;0X!+9_EHKTMA#%@;,\MB M"E@VGD[&TWP&^*3Z7^/X5.6F[.F3^&T2 M
IA#XGGX<]\8'DL5"/ H ILD)$-%(4M282OB8M!$6,>V&%Y*+1U/?3&ME(B[
M6B++!4:AMB989:@C_CD8GNP;QW^7%!L,KV>%S,D7?1FJR9(<$4+UG=WM/QB M'4=OTCCS"?
PJ2.7!U^[Y^&H%EK=I>E5KT JAXV[OD@+&).Q^CV< M-NVLDW%PPF =4GIR^V+)]C"F_6E4_3K^U%7>H)B2P3HO56
<)<:,&02Y:;K ME&L7E*N^37=\DVZN;J+P-]]5, EW]GP"FH3P/%D]:9: 5R# 8Q),D!C76_6S@Z]%H-
H!3CN<6CX*I#2)2%OK MHR5*<4HWP/H7\Z4YGY^_.3V%Y86E>M_3Y'[#YH.X&U;S5/MNC["Z@JN'
MN=#'8MZ53\7TII7)\U[S6>"W\7RZB<:\S :(%1R3?)' R"'G:TUK@6CV$RG M9I38;5R!HG-
GH!6V'C6X_*!.AUQZ5#NWK9LVD\P<>=_KX4]-9M;?X..TP,N2 MB+U M&-P2N"[Y&5U9EP;-@8$AE5R?
^"2_%T)4R=%1%TKAP,R#:CWI9*T8*O M0D0RXYI,\]$CQ6E4+1S7#$S]VB N4J571BABGM% #:N#V"I@$143_S]{[]K<
MQI&DC7Y_?P7"9^>L'8'"U/TBSYD(6;8G-#%C*6QY-]Y/&W6E, 8!#AJ0Q/WU M)ZNZ 0($*-Y
HDF6(L9#$HWNKJJL)Y^\5*926B(*6RL7O<#(&4=0\,QI';RE M:IOO;X[MO3W/ WN=)>&DC/&G/,3RV8\PZNUM$^
O"!9Q\3'?#H&N1^?1SE&< M'D4W;&@&/AQL%33KBZ=EV)JM5QJ7C_,66]7?MB;J&#/2ND@^PZ3T4*.9E+@-
MN8\.F!)14-A_P2*GL\^364+33D>=%+65P1 DHW*(&RN1P1AL=$TB=2QY&<.5
M^V]CX_T:3VUQ3=U&LR%QG1&B53\5VWPU7!AGMBT6-P'@T1%?_.42\'_:\P(: M]^'>_%KNG9UV^>K??
GI3?"/YYW'3+.W4Q\M!EQW^\!5ZLY^=9%ANF45+KNTF MU;K@6+U#J$"-M@$(<[26]HD =H^9+=@XDEIQ[W>.?"O#
\L2H,L!HK.*8O(M*L\1P\0E Y!GLU/E&)R[A\"TIH)[)?9"LK/^@J$)<]UO6&"?''QPS5_7P+S
M))VB'1U1[=]L("M..WX@3AO!TM.$,^1 #A''^2<.3)4*0'O%B&-^1Z=R8K5- MQB)+*?!@C<'&]-
HAT*8&2Y!9;^2=..U[>+%9^"JK/2JC[:!652);B>R]L6; M9(S/SOB5H//IFUJ;$O99-_FP&9S!I\L&R#<9V>3EET
MCI>8W6)@[SPV_ZSXZHAYLS:I+,[$RHOX>"UV'C_[QCS?#K+-+ MVDRYV)Z4N3Y;SK-A59:G!#VV9C\'C8O'M.C\)DXF&
[[FUAF[F0%E/Q4!V#2@ MUL&+"TNJIS$,JS!F6 0D- 7UZ&P"VR@H9"6V66@#WO6X$A\]QQZ,+B5R($-$ M9'(_+K@/"
<(R+NEV_Z2-M+@'MJF4Z*62;(V]WBV^Y,[S?-"=L%POVGJ/-+$! M.2*%MSXHQW;.SM3%OS5#NN2\:1/#5IDI39,;8Q6@
,V^A4S%&[2-<7#]5D;? MHH]BQ3P3RG@&UBO)11221VIWLFTQ_TN#XA2GA-? D>.P7="
M4CI&D$,KMZ,X>6+>I0WAZIPV[^>SG-G3_#R?G1:%^]SY=PX'7@0-;R-;U[N;
M!YN)X)_A@8,SN/66@@7FDX4;GE6,@2Y3J]5V?1-,[;74ABMD,)&(4^R12V ? M1FIT4(R;1'>
[$;ZMX">>7!221I%*UXMG.S+OI MWX ?-EO2>5F"#Y=ZQ7HEJNM4PPN"=)(G(U/F,AN#!-.Q9FDELQ7D[8)S;;'G M-
0@Y&KQ>5]-_STT1%%F$RB)2)7.84.%-,U1?"^%BZ .9-IM/D^Q4 M@)*(;X#](4&0[E2*GE.=I1$LQ:-
"\?,'46N5W#UH6S5YT^B_EB W\4I39V\+(WDX_S.VT:5]M"WM:E7<[72^' M2I(A[5BP4X=$B21^"03@YD"]L04QXC
AK%RSE22>ICRHK8L@('11U=9V)H\O* MWJ-8@#;?CGLH) PG8[&02(<<9HK<@\T+XJ))KA\8G013^+*02(F=_',6KLS?
MT8$"ED2/*'/>*N6X".ZH0D*&G.LAI;2_0G+5*8Q\X"Z?4VHS9GK'>6%](Z4* M(Q**_A$6:9$]'0%C1Y@DR>Z<[L$12"\&]
$[%'BR90YII5AVT!)IC7=:[>J? M#=EXGV<#;-+RMVVB"S_&4(S]YEUZ72+L]L>29=UT5WC*>?(HC-?.N\
[7:6U0ZCR6^6,HL.^]/"^R9Q MVOBH"%=(:0$29X-"#C.0."J(<<+XP'>T&'$V>@%R)G$."7CGD7,.YX8$G+@(
M7,CL:+$WN3C N_3?[9R\FY=S[VNH6KNGWMC))(8?SKOKFN["YOZ818?:B"$5 M5W<:."IH/4&P(E8DQ1-
'21$'9(9EL+)9MQEBC0Z62W<(T7E0L.+7@Q7OU2'% M E>[*#/LSI!G(0*TNN0^VSYAV$]IXHH$:QP2.0&.!U!]-

@:'$HN$4,(EWCW) M+9VR3 ;0>DHGQ(DPR'!I$972I:"3EFF[PUXOXX[NK*X"T88)A[W17<E'21*@GK$
4"02TK!;&,!OV"9U(ZU M?AL+K/40YBEHP:?U<+09DBTHP>#*1\WOV6^6ZSY$0)N-;.IK]!:^1ESHD$H^*
MY+U46I^SYWC%:\I)Z'TG]9<;$[,O.\8.&,[GI :S-ON\YSK/^V2#)A$I)0/B M5&>1BZ#S&-BDA,5 L:.5*.4<03 4/>*
M^81,H(9YYRQC.W&+Y"E34B4D(@81"AN:21HL"P!:4B,#+4:$1SJTD%ICRL MY7V6?*
(4*/W9'>K96_T"KCD>LAZO>:9EY_#2>+9O-2DVAFXMA>\D\^EQBLBW: M$4*I1&DGY7*4U8X]RT&<54:,];*
[54QE*G)V4(U3-QQCS:;@M(CV-BPL:W4>X M8=1E:<&()3#;.5<^ES<62"2CN S.8[8C>[?FS3>DS#]O4>9?XL'.:!(\NKK3*
MZ1%9VJN.N]UH, [D9<6 MS!TC/3*1$:1]HBII)3#SNUK&NJBL0#Q'JKA2#G9Z$(AR34AB@0BY4\C\85UU*
MUYD\:FB8'"K1*Y_+D_;3X60858; RN8I^NM[3BR@9!\-6(F5S@44#]$(;31$Q+E$L(K!7<5EX'(TN>:)R>YI\-MG!K02FN0(*
^\A 8O09V'/M$+RD>]BG>O2QOE\NPPD+#T75V?WAN_SC-%L)0(MEACH92J-,Y2 N18&]J?*
VS.S$NV_=IOHAC5\\ZE54NQ+-8U8X7U/!5KE?!(IA MZY4ZP[OX#O">"YG&:5>E;O,[W>YM;*
[:JX+$=3X:W63;]/+2AHH[!Q(P8#5H M IQS:X-%6#)A(_=$[%8>!1H1O<<6Y4H_ <^(LN<14+Q&#&!K_.;18I_^A+G M?*
MS$PBO6'ZXY)WD,BH%',)-7-Q0^:N9"[.;G@H:6LJ2[\CD:O*XE"M;OTK^8 MEF;>>@,[QH*MAS@'JF42,'8"VT4PJX+0:J*
M3#G_/?KM8B![M]AJ3ZVV6KAES@5JHL^;)C=B*#1;]572M7P!DLF_8<_ZJ_T2#9\7SPR4Z6,=?9G/FN*
MHGA+NV]\NUP!EX19Z1@_8#X+Y_E\^\R!*+6SL*(W*T?<8I:9T8I/Y13- M%E'RO3Y]UQ7VW6JH4;[A8YYH"X/_*
I.TTX[B\M&O4F1[M9GAUI^Z<>2F56UL MX-J"]B65^!.,+C?6V)RBU6)UR^Q+3'ML1X.W%\(UO$KM-JO)ZJK;E_-K)TN;*
M/XMMAXDB1S!K\[A8SJ=/MPKXX1H+A7';DB(?)@$3>- 6U5L=LQF$"U?P=#R- M@U*AJAG$,N]]8AE;:WEEH\':BZ_/O?*
AH[<7W9'OQ706?@GT-/@_F=P W)"<_B:0\-YXN M8WB]N.E+_@]Y"-GM?B\E4%]).:*8_ZFG?0AUVX>PF^1Z.O?*B?*
I';N;R4@_E M;M*I29F([(?,+J+,SR!FYTL,IG]$;3'YTR@VV/A M-A^K\MD@FA0CHMRPK6#<-6]\\Q'LE>ER,?AU.1V4B>_:-*
GZWMH=.QTU:]ML.&->@_I_E\IDO>^F9]OS\N^TN$T 79,A[M=9 MW]P$O6VGEW,UP/C,EE66O]PYU.9S5D!6P*[-O0-*
\P@//D+O% N";2- ^L_W[+23Y^0X&%VME#&,"<4 MPII*Q)W,%9@H1X)AA8$N/@Y,N*A<6=75SOF]^^2)DJ?*
FN@V!^WWA-6 MT"W'DX!FR\6Z#?*^U\CLX](7RY*V+YBSPI?3\IRSY?QL5MZS))EDOEJR3"X=*
M<_SMGKG7G[P>CZ+F"Z !BXZ&9W'DN:>>5/7CVO=DO*R9+82.9NN M3/1UAMJLV#PAMF4_GU%X95*6O^K^7*
MX[/CU-W*=FXO)O+=)0"&>(DPM3Q$)+Q*NRI[BNQ)43D8X^9#F,)=-@9%+73@03X9W82@[<94P;4*
M0YT+Z66R7A'(WBVV)$9JPB,*(9^OIT"7C3<&68>%(5'29'<22^[B^7VPQ6:]*
M/*!6\KG/VMY&D_/1X'K0.MX[WPHN687+RSO(2AD4(8@R 2:C$S3G*3O$,-7) M)ZD##3L)D)8D'YE"I!0QE.$ MD22:*
(9Z,1$YQBA2+(7$I">C'G39R(4D10$"85@&!"A7(YC]TEFH3C*3^,>&2 M]/04]S9<;K[1?N=.XMS!]K)(*FZ!<#"'#*
(L12<>"L^R!^+MM)WU7+$[K1.DO*6/T;? M_96TBK!51S9K\&RR-Z^N<:=E2VTC-G3:H@=ND M#I$Z&;$;D'13.?*
D_@_+O+UW,92LS)5MS;>I)EP62IS4GA8#QG"]'$WL^6RY> ME7R[[]M9([FQP9]67_YC_ZLB:]6F87;0?-*
R[_4[P$NL7/7_ON';^F1DKP1WTDN>/7U$@*]:B/ M?&8#_,N:%_-]8MKE4>7L'V?]'R?SV7(:4(=(J?S;CTC9T]_F:*
[K42L1>CU+-R* M+N[),ZO#>T[#@SV1/RUELNXPU*+D'S]Y\FN,XG'7ND[LYJ NAVJ--R$,!4S M[+$9TSJ5?*
76TX6R12_Z,PV#%:8Z0X7Y(4K6;O'H[F?S*!+4K@UEO#@$\U+Y\ M]D+R9NMD6A660VFTZP5GSYL_Y.S<[P34341IRR?*
V%S?_\U\W(^ M&EUSV33;3I05[M(5;WT,.330]SD?S!R29,U5.G'"*]+EN,=9/!(8W\<.*Z# MZ__@KE*
MXWD5MN7AJK'^QZ$6MAOH7D/T(8=>9/6 >V%_RBD-W$KO'5(":!\0%)4@3H9'S MN>JC9IKN9N@+)XCEPJ'_9*Z7@B-*
RC$L4B* R8$9-E%]/.2VU']^EWYM8;,0K MLT_95O8INZZDMAD2??7AC*AJ8V^F8=YN**
(^):@P/.:FH=A^C:>6BK4;3+7=7=[Z@=R(&C\!7T. H44%Z>O-V;1)FP M)PEYD:OE8.\FI-/B (OA^GL]SY!*
(7TW!Q0GV8F]BL%VGO_SVM ME>L+\^EEWLJC,N!;Q8Z?$VGB.@7./4=2!X,X ?IDH_*(!4R]%UXQLW/4]"ZF*
MX.:AM8>A3$)Z&D,7A.DF:.(!YR0-M$BJDRB-CF1_$X9C]M8-*6,1[%C0IOK>+A EF)7*
ME\UY^#WR]'C)5=3A$,SA:,2AXFC%T3[@J$Q8)NTE:)"HJ[MI*2^=X/E!\#1QPB=/3,Z]#JUJA#OG9 M#*
[D*^0L:KB=.>Z!8^S_B^S/>=6N^<6R&5_?M>^+S=.SXU-%%HQ[3NE=< M*?%H!?8:)><=XI$$9))R2#(;B0Z2RO*
AT]7+OGS;J\>*F@_9/*!8_9/)HKT MI,6\HE!%M?N@FHM6)VP52AQSQ*6/R&#"D-!2 3KQ2)T[_.'3!T(U,N2:5%2[*
MA_U4*_;4PZ?5>KJ']3=J+C:3B\,=2NYV"071B2>-*6YF2>83!HS9!1-2&JA MM)+8Z20.?*
4CS@:@%$Z82BZYNI)^^HJ1#@Q*H"9_/&-3Z@!N\ M_X:E)EXV\Z\C?OXCKK6M:FVKZVM;$69L"!0%(1GBT3BDD^*
("(>RBPQQ+OU/; MZFXU MU[$C1#>#1]=G"([P MLRMC<;/8Z9\>,LS^]>WPZ.J_EXG6%1*?)"1JIJ7QR0"H:8DXI1JY$*
S"/#)C M'0\ZWJN=7H7$_D'B4?*B7ZIQ]?-FQ;A*N^N(ZXC[!J>51QR@T+#TV!KO$$XJ*
M(:ZL19H[@A1VFEEEC38',.6Z60OP$5D$'CV_;>-"\C7D\M>/I1;$1D)G3P;?GT.C)WJXCOA%CKAO_ID79'VOG(J_+$_C?.P[*
MGV)(P6"1/.(\^Q2I(\BZ8%%NT\B3L=B(>Y5#N%%L\M>5D5D^_F)MER%J(F M^E=A.<]FY^$ FM"16J_PUMP\>;?*
CX\'4L^-(=8F?"'+A1(2U@%R1)D"N$ 1R MCBF4?-*
**!IF\WTDT.WA6Q9&0B^50246NFLI>LRUZ3WGKB)__B)\'BCXC)'.4< M2>\(CH$XKMB.N:<]]4)(A DUN:T#0*
MV.;CSY/9Y[?3%K)A6.]2B^1YT!_@(3],9OZ/;P:Q\?8LH\M\&3=7=Q,'^(A* M]:>O@ &AU\S*]JK+%<[6@U-*
5H2#Q<1J.Y3=L$\KV.5BMJH'F,%9JN=EL]Y,8]I&1^ M.YX"V9HM&Z S=TK;?*
7[P=5VZV\N#K\QW*T95=5_WRXWW"ZO[I=98?:RP;_9(M#."?T3;+>?'(#&9IMU/8]SN(]#.)VUV/ M9<]DH'5P3W5P542?*
^.!J(M)13EBL(P_-(,UGIX-9/7OQM(/]QVGFU8]P[<'K MA@3IHV/8(LLQ13PYBQRW% 7JO/#!:QK)?4*G^S-*
EW]OSS$*;0_7L&F)!GEU] MD)J-4-&LHMFMT$PRR[16$@F*$^(R!61#B(@%BI6.7.&XTW90A21%(0QK4)[*
M5LIJ#_^AV@0CJ7]\-./\@5NY/ADTJZ>2>\&94TWK/W0V9'\.R!V>4RK') T9 M3#,_I$8CXY-*
'(FGMB2/&"7$(3KF98/TV3U]L%AT6OYL>NB\LI?>&Y/Z+PI$/ M@+R827@>ROFE9EW"+[))^_.;C)9S4\3Z'\5;9?*
A'C/6Z]_\ONBF?N MF?@USRF:);1L\MGG)BX&,[>PXVF;;AR_^(]V>A)+/G*::#QS\!{EV'=--*Y8 M5,?[_,9;9?M%C/0 MF-*
4H0"W(65W^U>7_@A9J;XF]7FS12_^ZN-N/O3+54I+Z<"]?X5)*34%_<0V MH#_.[ETUF(J_M_LU5R\'\+ ?*
SR"K'OTR1^06$\CT6'Y')HR]/I]V'-L__&O9+,,I?/7 \E44I^'[LUDS+O[& MG^)F^:WU6?\O-Y3"6U8#/&#A@_NM+MDNB-*
"NY&KE/LXOT?7Q=)T C4+.^_J MV&U_//:_KDL=&M)V 2#>V4GG^UYTY4RVUSSU2J6_5!6;$,*=E;SL(OV5/??*
MQLXJ?'.SDF='.)5*R2N3BR+GVIO8BC;9-Y+@F(HT6>[^ISM"!E^-X?7BQE^C MWQRX4"CS3!$6!,+*
<"&#'5B&=*#R5!R\H<5ZEW;X0MRT4^H\(C#AN'Q%9T]_7 MT["7%G^8_1#?VW'XIUTLY_GW'E02+9?WHI3HSTN8E3B*
C\>GR].!G8(,3CJ_ M\EF77E1'>W-US]TDN8%='+&BZ+[ZH<^^:J@:;$?K893&%?-PGCM0C/_"! MA]BGZGI'*Y5UI)*
[=VFX^BSJ9=VA'V9_)Z:6D7N8,G)]6-M#"OVM'?O]G9:G M&%WJL1/T'NZQPBR_G:_ZR]RHH&N?_62U/,*
(!@T.:.N&EDL@2G8N]^(1T(HQ MQX2,!G-LW"$Z'WW5 EX=!VE[((%!\B[]/,XQH/^;FQT=)CHD9"T'W*
MUO._%1P.R2X"1D8LP818C'B@0%0>0X_42&4-O ?8@_=UNU108T(4T'M'ASQ*
M#F>0GRU'%"]3<"IB;B&F"O*\W&>*],?A/2P*
M(1;W+Y'WHB6_DIYGMZ1/'LPJZ:E^GCN1'OTR!>>EXL05G7&X\S[WMN'*2\2M M8,@8Z?)/2E#EE*
@[=0$>FO3\/%L>*C>"#0G#E?-4SE.7]#EA6>4\U=%S)\YC M7J;@O%2N Q"A';9!:Q$@?G?../QW.ST-Q#6Y5*
MSE.7]%EA6>4\U<]S>ZGY\#'"P',%G(.*S[K2S:KRT=EBT,PFXS!8O>63$;.[*
MXLGU,_#D$>>]7LJ&4R!*B."H$+>2(NUT0%B%(#@USHN#G*>Y*7MZG87[P!2* MRB'/0>&'Y%!?*
$:#68L/LV6^B%\BS*G*^ .0\+%=[5DA1?5CWXW.SA9V D@OC MQL,$+6*X5.ZL@E4%JT/0/"L4(2E&%+P&RB8I0YHYCK"*
(/A%/I4[^,6G>@9@= MIT.'"_C4W[/"Z\KL*EA6L+S.)A;1468HH"/.?92U18;AA%+PUN;4T>#(8YPN M/%0$0=&*D-*
5#^3B,-A. P?CT;+DH+>($V*SJ,!<@?EV8O3M'6LXW[J8$*7* M>A05MH@3:0#H4P)J'+EW(0!KU@_.BG_?*
L/Y^^N+ATM>G^;=#.3_YD-$'#B#W M5 '%Q.$@Q2OW M!A$=/PB/OH)!'PJ>U5"I1TT3N"0D M3\]94BERA!2FCX0*
8[KR,)EI.'\RT?RJ'\T"6* MGQE*[NWGN;_KY:-T?#M88Z3[-4O[\#$.WLQ.X;GG@S,+5HH=--&7OG@@C:4U M8^GVMLC7?*
8S-8KI<#'Y=3@I9R@6A'$$B %E]$C M(ZA'1!BOJ"?&I)W.W;]U,_EC.Y%7[GRYM?/%-W_EHZM/V#Z^C S@Z@F\PG M3_*
?!^,&UMU/EJ%$%XH 6.],;(H0>+QW&0WR%MS9IBVQ:Q_NXAZ8:PS&*60 N*Y'X U*
M(:&HC9">:N[]3H=/)65@@00D./-0MLOG\>)CV4P H*=EA^P'W=&FBGM)NNKM-$O3M&T??3%=_MG?

HJWA206.3R;H/S-M:.<7>;N76?[19&;%I,/%A&8@F5@W$\KK93[BAG8J$@91YXEC+@)##D%5-B[-M*
(4QQ">R4];&@9%M/!4H4@OJGH/H60LR:X0.26IA*!%;HO>Z0]Z_93L&>L-W0R[_/W-
4EWB^#QC4V].CJWF5'1!18_7$[W#CX%XPV0\Q:-MU\"'IYE6-V?'P@-+6,!FEAF4W0/H23<@R-M#P1.V"-DQ@+K'2EX*
":QT_CV;+YZVGGGK\EF\&CPX\4EBX_C^>4KZ'5D&2R:$,9Y[NWD>N)\-MK3YZV<)SRWSDN1
M(1ZY1A8KAZ3UV%.&&=.7U.)Z3HMBO#>7OB8&UTOOTVCP=KI'!.>%)*P\2T7B-MFEX*"F9460FJTA@.TF)<0EKK@
U#3/:*!_"O0'R,<2#]=,.NP?,M#ZXE41]-M!%-[:8:5OP%/'9\N3T'*_KTO'*MXOV/O_&!2/^VR^Z!P5^5:]D]E
M7'88&0(!;12SB(;L$3>"NP=-MCI+LMGBZMW_[C;N7_-_8;&R-]O7RMH"_S;-I,SN-^9'M
MQ]WOK5<4OC2)TY/%Q]66:$_BYO<:#2ZTX.1\.!BG+3T-%W[J'KL+-E7""^0-M0%&TKH'5[<.&[&WKE7&SM6WG<;&
<3PN_:;D(?-8,!S[9YB>;0UXOZP#6S&:;?-M()H7Y'!@R#8PGAH&V3!6%I<@>*W8>X>*S)%@!=$H>AUS^%-@FV)"C@B
2,89-M"_=*'[C0Y+]V+%+*VY7],&I?X-+7P6YTV.5:U"05F.LUAG/1JG-M3?%.%'7<-">=%WT*(NKC?&'S_X_G?
GD*/!/^W@RSK@0N,)Y>D,YYS/Z_1=9G-M>U^DRO?5\LTQ^?:/[X+-MEE:M[[,*E?9-
UPQ_E/W2S#CSD[Q"!@>;DMML6R]=T#X+/5-F_['-:#MMEV"#X_=-1E-0-M5J5@$,G>1\ZY089BCYR5%$=OL;;
[Y0,/**.=&,[_F><,$&#K\]N))@43O8=B-MN2E-ZS2338D<#7[N7$S'>]DV\'TZRRVP!VVP9]?-*Y0C1ZNV[:U3&V(K\QG!
MM[;(<4W4_ME^2GH:(T8A<8=X$!3I('(FJ59!QJ-PVTEZ(UYB2XA-+N7RG@I+-MT"'.H)B+?)(_TRZY5[[<=R
>52<(?/SS8NN.2NY)T?NZKHD1[0-LYCV;NT5-M(=*9&)!,$6QX0HH'/^=/249@3QEK=]*&DR7)1Z80H2K7_%
(.:9PS):U)4B6#-MN8K'6_L^IC\,-XR;R?GHB"^4,7T**U%!]8$W5E18,*(-PD8P(-G&(B
U!M@I'4'W7M^^A2O0)4GYZ+X\&]0[&)MHY&']O-M9I.)=;,VD>C"$WK_J9-/T3G4YEY3Q1CE^-JP^QDLZI.Y/=V(
MCA<'Z6OW)DXF8*T/?AC#VY^,?3-X._6S^=FL#9!]^\WZDF^^R[;^OV;PC,GY-MH)0&^13A-5TL?UA0#6RQ4[
TQR78.9C"%9/!;)IGY@3T<-Q@NTUAF-D!V_H.-M2B2P>[MF-/A]&KKHX];9B_5K#S=>N>3W3Z(-H-
NGRP1;O$V9RGO]4QLUS:^T-ME2:U_HJ?C*?YJ.56*D*^_&0R<_#GS8$4P1L.FJ7[%VS<_-
;KEU@;H;.S19"K[[@M_8$/+Q!LV7QB:0E3$.^-&V.+$>=!\U'FR=HV!Z/:.]79L3%
M+$'CQ:3U!=K!?'9N)_!I2>78F8K5JFR_1)O^FN7A+)8-F%T_Q6:?S[;3*\;S-MW=?;Y&0EQ-V%>XLHE+K0EX?
3M%ZA]K&;GODNQKPE-]O^)7A<=VJNS,36E9"J-5S*>TVC%'ZA:?<[#.;XW-7HQ@T__2@#S-EI,\'Y/)
M[/,Z/0$F:15CF<.239>QFZW\;(GE'1@"E(*7@3U[,IN%-?RIB?-/X\MY1B%FL"FR4^3ADG!N-M/G-[-#1;SJ\6G#"#=Z_\]@\!?
X_S;QY?_[YLR>1#2=A;BZ-M#>C4_''WWO];=/F75XA]GR;Q"PKC>7OH#&X]69Y.OX<%/IO8\U?
YT^_/]:Y:L($.O[]F7_*4P#U?-MK0_A?[GA2?O[\+*+$@^/OXB$;ZUB.8>_7KF/ZWI3W=N/IZ!'X34-A1>O['(Q-M^W[[
YC7]L]EH=NB4Z5CTRL[^6S/F^^_^?-:)++H[KU:QE"LH*[8A!3NK>=A%-M>_@B*P=8H3WE%39WUET/$FQNUI6?
3:7DE/(@F.J4B3Y>Y_-MZ,VF]DF2[?G*!LFJ=(>-C-8E.I)+]%O3E0L5L$V0/@-%;Q4"7#W/-'"5#MM&
M#/(S;N+EJD;CU4;C/T"Y3T%/'M!*?)HY!&-F_M.>%WG9-A6SE+VWBX^S9O#Z-M[3!;>R.P\MJ_@(EWR9*<=/-
YP7):+M=F=VW>M^2-M9N@NWT."W\!GMT-*A?K-MJ;U9/D8(Y&XVGX3\YG']C'S:+K/*.&G=(\.!FP-
%16!.Q$7),'O_ZS_"'BU-MCV,W7LS-]GS_ZP=-R)5FX\[;7W%BP?;/&V-A@80?P2_?+"4LPI[KDHS<5U*U-]G10!
(SA;SIMEQDE-TEV-+O;BHEN]-M0?'V%'=5YPCX=_YF:UEF9T;[KN_6E@='Y>E+!DHBY-<2RH__]OL^:+X^]?O-MWY:?
R/??E7-AJT.'ER-P:[0=G,WR=(ZW/3KP&TQN!'MX>M'NJZ\'\%E23OO<-M&]13B[B&W>-
PI$@03JU3Q@:R<[+0.PS3I2323G'@TSPBK2AL4!:!:]7*S#3<$IH%A-4](4+"6)CA0XHI@-&2,-M(P+YB*#$P9ZB$A-ALAU
9E9'SP(@L,M=&)Q-EDF#HG2&.L*8N3B,+X9%P@,#LEVS*)W=]:-MKW9!N&E''5?N_FDNY)#G[YAI#B_55MERQMJFR?
U!PA7ZL3A9.P-C3]6NM8_Y-MX9?Q-I',Z_W=PR/*71NXVPJ\K&9XTZ?>,N/KEJ0CRL466Y&-CNU<,*+LCF\V-M_/-
J\&WX^\NS,5-F[#=J$.X-*[8O&5W31C\,9U]1A]AM^>!K)PK#7QA%$>9
M;MDFYMC+/)XL)Q;LQO/NPLV@89CY91>CB0L_^JX\#QYX$9+I2DS9P=]++6-;D-M]7290XCE@_Q;SJ6/8$O__TY[&--
ZH5K&2A=5S)N<7GZU<;_M%8-CA-M0U8,YZM#N6?9J=?%5/WLU)57V?_J[9L_^/J5DW/CC/#M2>!\CNZZ6=V>U&*D
M;LULW)7<_$>0S5(U]'3M@]Q8>M-%5QLF[:GFK8.ATUEA$KG"'SJU?Y0095M:-M>5W[*#MTKGJ1)^S'O/_YGHVX*VS.
<3YUUN0-._.;KN3]:Y^/+N-MA3--=I*ENHE-DF-QRGV;=?6AO%>!&XY/[2I8F#&WM38OXV[>1E?*NS9WA%M
M*Z+'40=DN6:?N9NLG/@M981R-MQ#1F$9C_D3,M\A%?V\5$BE(^WML^/#3W4MR9EUSX?-!=*_0;;0V1>L,
M<'C0*JWU1GNQ>O*_LV'1IIL"K<@NH4WRY&8Y=!0S0EVA/E>9-M,^LB*:%DVW6Y=IF@P
M^G;5^13FO@KJ;JG33;/DZ91U\+D08WBXM)T!:\[&V-MI@QLG0ZUNO&X60?=BKH&=GN5RIY?&&/S[1A=TXYGW+*
[=@9R[>2"E2MN#@O?-MOLVR&\^5''UMK[73=\T4/3Q\'V];KX1LWP+&DURQ9O6^)6<-WC6OP<4B75L!-M\%)
<]^(Y7Y'-2YD*^WG?;82UK$F;HK99$V&K0M(J"S"O>N]4J=91)&5!=S(-MJI1BC33V&AEI)4L!XX!WXJR*)9>H4K"QK
MYPM:_J*@EC_4"8:\6"L$@GD>LO&X6<-M)0D9;KWQ./@]34MRT57!.9@8
G@:MT0BDPN'$^.58T$)F1MY'D=D>LK(UAUM-MEG.@-9>PKRBNX[WD+55;_L-ME=N6OK[*:90SY2>Q@]XT_W5D\
<,FEIDL+NU1F:7V69ITN.9N?V&EW6J09-M?/O-FU_?->WYH5SNL%FL-O?6)DJ#*],M+]+>1X.?ON3S)>-
\RJ7)=\SWWG#K-MVJV#$,6HRG6<]AWW6;?3;L>XM5N^GKZ^O_*V44J-(@!\JU*"B1TBLE(+Y!4F-M01-
)*FH_@?/VDT..JC6!&@]\6,'.H3.A@-M<\XK-K2Q@+Z1-&LMY50D1)-WB&O'D-/!P;[R)@7)N&-[J1>W+I@+V]_EM+>?
M_KT$U?YVFL]M@#65CS-O9\#EOURN_+33KP6(V;I?R^+SK$^<+)8!YNAN.\)2-M:;QY5="38B('[0P,UE-
0ZK>5XVXP6SF/?;@^BPG$!.^_?E1>Q98#:\7L,)M.
M2O.UE9OCXM3=U3<9?)L_[[+3\A]6Z6EMSDBM]+I^E_U)$L?,FE&]0OA_.=_3GZRR6JPU?/FU>?[+C288D-A
MR%";7E6M:-?2Q@_M:LB%/'5GC=M:_Z,'ZF<23$R6.(T"RZ7/M2'(*&*1T3(:-M9P6G?""?8$4H#82^15MC#=
[B"RXU&N3J08@PK179[A-Y5*'(V=/,NE9^/IHNG-M13(SN'7+-
=NJRKU9+.UTEM\/Z$SK^NT:7(Z;9ID3(3:,TM(#NMF#O@5GX3GY-M]/(22(DMZ<&3\XMN2?"(OUN@SO/S
6E*5D%QR.>2!*MTH\PY5P>%'Z@3#DF4-M><$1H8DCSFU$!C0\4M%(H2E6V!Y.&.G
M/\2W!2MN7DORJU0W5P#ID[H[:^=K!:!M\8D[P>OL8IZSD/X8?4?].DAL$_/@-MK^6*/'73-/C8UFW9J#;2]4?
HRB)=>O1_YHH2@"7YS^WQ^%PM^'*!:[_.3UQL-M)(J5-N%-Z^T,[X6W7-
Y@1"Z;*%FV2'X:/#N\I;C_2.3%JR\%+W)=5A)KF46-MD(Y6(6&DQ([#?^EN\CTECF/87-SFUD#"YS,>Q*"(N3=:,^
B^*'(Y'+Q<3;/-M?OU[LT@Z5%P,%>E50"VU1_%5!^W5J@SO?"V]['^+(5NUM?MS6PP2=X_2Y3-ML3LEUY[-+9&*[./-
P]P\FGL2I[EN--#(!^S;:SD&Z6,$Q4-T;/.HD--@<081-MG-O*:[-J=LK&)NLL%2+7"K6(1[!--1RP"%@E1;P"6N=V
M6A3J("2P042BQ+D0AT':@@T<5:21$2^3WXD#=V2G_'GU;3P-W\8Q
MSZ"V_RY'PK>FI99Q>PIEW$0MX_:4R[A=59+MAMD9=TKJV*KD]L)R&$ZC;4I&-M43%B46NW=J'H-M]_/&\M?
U0*N"0+O^>3MK$KLYK/F6[WHLG%64M2=6DZ"K:|
MS0*^\H9J&X]>M%I=T=+6>EE7/>Y*MVZJ@RLB'\H)QS]/)OODLV-'+K7[=%&N+IS>.T0UY*V],-Y
M]KE\R!'&F^8KW63L)5_IN_*V;H"Y*6![Q66=^+HZ+;_Z(!\-/9G-NW;-Q1>T-MV0ZX=,-NT_**Q1-
;^M6\NH;@9.C97SCRNEU]9>'(&Z])W\#\6AR[*9C_GXY(-M+4JP?%O;YA=KU6FGV?+
[9$4'KY\O1T'"%9DN@-.,O,7S?/HY@/,)_6GVA%)8\-M:^*KU2GQU3P4%V![[V]6[P-OL=;WG\;-N#VB_6IUCXT+XN=;$
MW8!;5?SGKWR/C:B]XS?O]C4S(OI1'UA'6$?8MQ'^Y<^+^;Y=WU'MG(SKK/_C-M9#Y;3@/J=&-J__;KP&R?
MW3_54OZ\Q^N-S@,B4-I$-?@.XKV+I^;'R_!0-?-MA)N,K7V;9S
\$('\:3DQ]-6AKDVPE4F^MA@TL\DX#%8<:L^;/^#DW,^TWDP/
MOYJ[Y9K,_YR54LP_Y136O[CYG[<3..\N.E^9SW8_8M:+&:W[J>ZGP^RG7[+9-M6[?
3P>2MZOI#2N>WQ>B>+1L[#UZ@8555^W2_7[A=6-M]TO=+W6_5/U2]TO=+U6_]-MF+)&W7:/1PU0D?RO[<.\[W]AH?
-(X#V2>G^]-MHCS)363P)C/R5V&R.DDS(@(7+Z,F$$618%2HXX$;GR,IF=E&>K0PC6(L$HR^>S.#($YX1I-M)9-
VQ$O.+N>?O%X5R-Z?0O)3FRAQ95TTME47C5U72F_(,;LRD?VIROUA=W6%-MLAX,N4+9
:',21QY,!X)S0"6HI9(DX"1=H$$"O\XECL%02,.6O*(F)4)OL/@-M.Y%0Q*6RVGG'G-DYO?'(4,:(J5!6H:SO2UJA[*-]9-%Z?*

*&XZIP5 &=,!&>HC M2H(1P23G@NR<=5526"LB1A1+D4M2:*2358@89[D-0]D0C@IE9J@9KU!6H:SO M2UJA[(!0!K3+*9YR_:]8NF)&Y##7B$E+.9=&N+!C8$;K.:9.H>!R^2?)#;(" M$\2("YQ)H<-%R]4C09G@%-?DW]K:&6V-RP!7C?-YHT4IK51U MQ_WVT/6!E2>SR^ZXZ+<*+3TGM9,84TY+AV3$P(8!@)#VUJ&8N$M)1BEV_9K, M&Q<)%R@"QP;6G=O04:#1F.H [!J^&8^K=NA0T ?V:]XDMO;<-TU%RHJ4+P0E)CK87.\2O@BD'@-2:H:T(3HZ M*:++1.R>0']MM^I52S!4I*U)6I*Q(>=LB]X!Q7I"(.(X&_N,X,I)+1(/$23)" M)-*

]U90AB@P.DY#;7,J5<(^>51R$WJ8M.6\IVBL]*E*]H6*J(F5%RHJ4%2D/ MA91!"":L(8'504==CO1$?+ $.[S##5AOIM-CQ<1 OL25$()>B0ER!9@-9E#4 M3@<2X)])1]5'8FCHH_HX+HG,TU-(%3@K<%;@O%W=>TJUS86G?03@3#$A30$X M)9:"$LT!']7N\0"2?&0*$:IT)O(.:6Q-[L&0I$H&XK<%;@ MK,!9@?.>C-*

*,JKFQNB$I)]F8D()M1!:2)CDE03K0@AZCK^[@>$##44BE3DK,A9 MD;,BYP,A)_>86QX]LF!_(RZ2 RU 5!0*99H$MCO5$17(4D1"$%, \;R$ 2R MVL-_J#;!2.J/CIQFJ/ #9PP_,^3<]!J#S[F\]E_+!&Y6+?]KUR!C/:3NU4JA M[MXV/]@LD7'I[;[V-NVE^5&OQ@MX"W]UL_K2S^]=VSKK4-7B=SL9>4T=9@8Q M[L X5)+F/IT,81EA\UF1?62'[5VP? ZN6T7:#?0T;Z]-X%6Z[W?MQ8+OI6[:,7'7E@RD:%[1\M2E.O> HMQ#D%]<$0(V(N'.) M=?RX)=8)@? WWR(\U%5V=KVYN7 M*M_KMO*U6EO=/W7_W&S__'>YIJN3;V%6[$DL/\['#;!J,*+:/P&_;G=8 MW6!U@]4-=L\-- H^G=CP%[EA^RU_(GK:EG93?2U_G;TOGX'LT"GB!VZTF H1/ [1:Z,<(I%EA"Q6"NI.&4H^$3(%BSKD).TF9^YW& M&RUN?SC?;8";&_AV+N6-[=M:1ELQH=8\V@P&O?WEY^NB062HC1YR_L#IF\]] M8U2L>[X1\& <*>HPP$RB/2+I<8R1BBPR6#!%"E%&<22I$ST!OQ;9?MT3[I\Z(M?9]MV.WP./P8PV^YF77S+KTNH4+ [8XY3S)ORL'7P'&_B)VI,>%P/TQ_Q2UYEHQ9"QWB = ,D-,0(PY$S2U^5C[9?SB7%C#-4'*!OB. MQ@XY"]^1."IAL(K! [-2++WCAKLG=(NTH2;Z5V$Y MS]Z"P^D$-5)J+21;T_M"P>[1B@=NYGF4N]{%U;"9 %!NLGE7_)7$D;YX(OX& MVR? [S:KJ>2D;[$FJG@=CWQ@[3$LE64LQXHE09'/5*^T-4]9SE?A.78([9:S= MDWV7?=J\G;XOV5=_F\^:YMY.!S;4# \UKCR[@EWOE[3Z' Y9X4^D0 /Q2*6, M8%@JY# AR =)DB""47>8/-WK4*^Y%>P]@M^!C[BN]W%:=I0@&Y3+ MX?;@A.9@^.Z4*[T3[36;9[/66_S^ 70^-.*! M2WCTUNJY4>Y:1<@GN:;5HKW9&7%E O7)(.,=0)LC$FF6@^J> "6+)"6WFSIT M#(MV!7F/:=2RD:E&[4M'Q&K4/A_X/+I16^.M=]1>/_F*8YKQ/7@U4UJ-?EG M64W^<0QC[8C22C DM,B&,=.YNS)&QBCN-1688MZ'*""'LOY!7V\M^4LE1IR M^C*KV%?SNIK7SY$?'KYYIHJ2*QR09- [E@+%'6ABPMEV,SFD9,-Y-4C^&>;T'

*M(1\C6YV.2+6P7SHH5@O[^2#HT2WL>E9Z_UGIW^+9(N8SEP.&ZW'I9UUH]XBV M] (NJKTL8=4Y(CFBB%G$>$C(A2&22$Y%+APW?.<$CG""6"X<"DQIQCR-RC$L4 MB*# !ADU43Z!8]=BB)D&R8I[AV6RAZ]GL8^0*/$]/1]>*2P'YZLFHGHSJR3@T7; M$6D?(N+"2V1$+DU"@PI$2I+ <3H^U8]#U#20XD"=##PG70T%J1Z'*WI\)>Z^. MC$/Z> EG(@+_CQ2'C(P).1T]$HXHH:S2C*<-8-TG.UG&P2P- 8/X^#F8;F2]M-\9F +\.XH8?:?7W MS[89_,>^(=WB?0^?-4H2-]8F9 .SB$L9D(V!(@.D4@?NB?"^#Z1SP_W\=K46 M_Y67XLI>OW*KUZ^XQCB_8G82D92I7/4T8)@=!Y28?1@;7.]%T$KK9 2N00X-P&9R 7" M@@I+!/,NR$=IFUL<3Z^7BX^SW DV_XJ8;Y1K^']Q$Z;\ZW+++%?LQ1]B+=M MJ_MU'?,LV^J.I^TN*%UU'8# [8+/1;K,%]W8Q.)[[^I*V.<@"45M91FH'7^? M4,=?SD>$/VZ_U[M]38_((_>E?>3A\Q++4U;QR-0TS MF_\>LC%VGSHX7YU8\)2:1>X?VU?]-$]I>.NS5@379IB73\QTA'+#K*W-+>O^ MV;]_9-T^5VR? #;]'W3Z'RQ)\5%U^M/UZ2($L+I;L%5XY7@;%\])4_*]]L/?, M7IM15OI;5P90&4#=07?N)C]XO=%)_M>M3O(;0? S!Λ;IO>3;\710F\G7W59W MVUUV6]E"FSMN17?*+X7RU&U5MU7=5K>F@=62K3NH[]"JF'JRK6!K'LE\^Y-M\SMX[IZ47KK(,7+:1L0I)DB[H! SFD?&C/-\M^(C?@6&K"P24:,DI$!5H]2I+ER2"86B%&82;.,8G_L%?_I[.RQ5IR/A+SW M6:%ZFJ8'0WY!IVD>#"T #40B4B.?\H'"D#S2.1?NN.8"-K\$&.M3&# VY/T"\ MZ+U2X>_9+6D?#Q.*D'04'OB- <1)Q9C(.88L8#CH)JKG4.^=2[LQT=DY>W!&[M=C&K1Z62Y(BS>L"P N#36-).6>* 1!!['8US%.&D !A-=,A){%%RRD4IM- %A MIW?.G8G@HX'IUE=^B##%&5E_L' [?_G@VUW+3UQ#*4>\%MFL8%J7] 5@J#98 M"O@^X@"(@(>8YJ/ &!E'!&.,! (]W&G/WQIC>B"X>RIC&6 ^E>.">9,]]KU3X MJUSRB>%@TC00IR4*BFC$;>#(F&00TQP+1QB)B?:.2^[BW]>XY*- P1S+2JH)G M.[A:L[C_P6;KO0I86>0Q9CF8H)$)#"/'([%$++C M@CWZBC]BL%F,"*O!YN= $*M]? C]0'2(%%2#$QYQ[@BRRBB4@4+_UAT._]! M1.4Q*]DI0+("$XC:[A'VC#0HE7$1?\T@\U\2+ 8PK@KQ:OP5Y>T-_"W/]BL M"-44VX!8\(!#G $.N4"0-\!N'7/!I)WB;G=F.B\BV*Q'VM1@\,_]I03%F/I(UQEPQM"[I"\!0 M3'([;^E0=#$ IXP$&6$!%+U18$%[EDQ_;>B#QYB5U$/Z%:=JW2D5_'HRY I^

M!P@L1Z,%TQXE,&S08T!TKQ%G&#!++!8>L\.!WS,.+/.1KD=Q[3!W8C,XAYY@V1"L1[4X#[&2BYBXIE(B!?6\ -0 K.#).)D<2 MISX^F\"R&'VE8^B3#"QC[;UW,B)&A$/<6X>LBQPQ)T/RBA&==K]J''W%'S&P M3,A(T1I9KL2P$L/2>@<[) [GTB#H!=%!3CAQE$F%)(VAJ&FC:(89..:== E5B MH@2XD/

*=GSQRQBEE+#!%RI]J9%DH,L3,5(Y7X:\N:6_@[XJV8<$:@PD8$M'D MJ(@ VU10"B@FB0*V(L['-5Y(9%E+&MDN0)@7=*> >"#\3\2! O4,^0) W.1 M)HJ<2@1YGIBT@IJ(#\?_7E!D68U4)9$50^N2O@ ,Q49)#;B'L,B'K'NEPE]/AESA[_[P9XBWE$B&G /V MR)W$

'_4H(BM9B1$A[7M'87L86P9C.]*&;O!U4/+_8\M\R@2QCB[E%G&5' MG!4"R80CH\GJ:/2.^RTD*Y7T2-)\L"-$CFQ 4D6)=>:1^+D \!.QVTPF.O>2/&%S6>F3NGU!>F>'M M>V\\&=5VQT6_5?>19\4NO0? 4L0(1+W+F8@#.R($N&I%+SIHD!=FMRD^HQPX8 M*?,$#'+F""!33% @4N 0J;#R8:OR/UB F@VYQ$-&'S@)\29- 69[{CGN!,/O< ME[2/06QLO0@,8X0EQ\"KN ,6K10B >QCIA06?J?TX9TIU8L(8LL1$S6(70&P M+FG/ /#!.*)6@3&C&0K !A$7PB)+ 4.-Q\'J&"DCY& <\04%L2D9D5IDIX)H M-=:KL7XS8SUZ8HG%2 +J(BYM;HIE&(K2:6-CC$;M- I;IB[%^\$@X&Q(NAU16 M8[W";.6JE:MV!VX2Y#JT>Q{[-1!U49'9:#T!'-)"3,E@ 8+Y3U[Y^#9ZK4I.#8N100(T#Y>6G= MPX0%!<4(C80IK\-EI2:<()8+AP*3&G&/(W*,2_B.H#)@1DU\V+R !PO2$3'$ M3 ZU>N

*4V**7*7^3P=M83_F3POI>:I^{1}T4)V'NB&J(-1Y>($;HO+QRL=O MXV0RD1D"C#I8)8"/&X6,Y)18S V+C(A=BHC] (:/']P/KX>$ZZ'X2J6O2L+",^04Z-!(O=6!2R$N)GZ?#V?9W5X"F_XP_G%)>_M>?[3Z\]V'C]]^+<\ MB(VM'SQD3E8)]!#R- =9G'>8EM]{L P/-[:3,?3.#B%7S\V@PA*)PQ^BV>+ MF&GU@.'A@&+*RXZ 'JCQ7G,X)_%F'M/L7)^6B0- 4@64#L]AT]\IM&9<("] M@$H &W;"A?0.XI?\W?X3^T4;>_'WWY<[SBY MN>.0N+9&\M5'&H^PX^#J29{Q7B* [581934R.?#G$8=5S,W:'3#+<,Z'@_W<$ MP$4?--4&2>S!6+?>(JV,1#)(I^$SQ+C[.XR78.]I; M/0' S;]-

*LNP,%K,69E>L_#E!,8^4"2H5N^XU%AL@V<1BAQAU&K0K 0-.29>/AGA@S%(XN]-X]"XL^W$E M0(^NSGKK 1@_$?) [,H2%(!MLQB$AR7I%".BJ"E/32"D^HP\QM_B_-/8Q_T;^9=9-W_%1&X^ MY 78_/S-K%G\,EO\WPAOLEJ3C:A'4OC- _H/6@B0%QEE$@E" =B8DTBEK!X.3-MQQ M*W9ZJ-Z%$#R8++5>F)]G\^Y/^3IRP//4!Q &.A+7=;8^@H3FZ6A&FV[],/ZT M1["N<[]?(5A$!JZ!-*"0P/+G-H+-9Z)%@B9FH]&6[)90-MI3+T $,:&YJ@DF MR!G- 470AZ$BC=-;L>//\QQB6D_@N[7?:,6)-]L>USKZF69ZV?_N0(Q8?X!U^ M + [RQS>#"/!SEF,4\V7\YN7%++;C$O_>V_:W+:QY0^_?SX%RI/,WZX"& +< M[7MOE2([,YZYB3.V,[?F5:H!- 3(,!@D%O)U(9_'#-NV[/ MF]]QS3N^-N@-IG>=K%GC9G1Y2PW/]%K$RVW<=9NZGKU+>*9'E,:Q?6W7IJD< MT_+J+)7QB^N7>JMJ=#WS;[@Y33;(76Y3OO5@;4FX<_=^67<%_,W/?^BZ9N]. M.?N46Q_"AGZCS!LZP/Q@[,_BO$PIO M/ @B3WK1X$GSH.O4TY:,6S/P_],\^U&4W?#[LFJEGSI>._PVO*F6Z-H$U&-E MEB[E["*2[XT@/,*S-8+P =(ZI^$X" (+0$4+XSG#H@9*$>;V^ZPT&TIV-)OY& MBZM'3=A_D$XZ(UV=[9:^?^U\Y@/!I- ^G#M>+.@#_IW%,$5X@X==PS_.XGZP4P^2 [S@UX[R,0_M 0^_5RS\D)?.L.

*<^/\Q'HWP;*6BDX#5@)M%T#'*L[XS%.'*&,SEPQ&@<.(.I M&P9R$HS<<,,+\>3*] [>4@H/>]/DUUWX2S=MXO=>]WDD<2>MEG'+2["MSZ1PA M*YW0I;,](UM&89F68,O2MV+1XD_QK3CEBG#U<]@6 M*H,/$E$4?W^Q%!?22;-0ZB^\Z%3)_T4%X5]?.X,W42*_.F&<2_([8SEKM4C? MA'&Q3,3J-? [VS5*VVGE78=\SJ4VLD_^*,JRCA:Z0_2JP[H6&^664'@!J\) MNR2^E.WRR3JC^^N>='B?"O7[I;??[WS=<>=L^2SUR- QH<(HA#N_[C%MO$C^*G7L\7X4 H8ZB6J$%[_S<=/9_0W]\TK!/21"N:FL,JY M**T+F$Z3__BQ BZ06C M]FQW?*

J$_I9#IDU!_E%6Y@]ZWP\/K44A05W$YOR\%/7Q*EAO*6>A+9S*:^2")_M)Y'CCP>1$[EC*4/?\T:C#;"?D41DH-',F?;'$V?
HSD88CIHZ_Z#)T602(I[_M@[EAV[3W$<5K_12(>@S<^_LF(,!-XAT2Y.OW""^CQ-$E+\TBY<7*4DF1:I+H
MY5RF7/8/8@C^_4H./M2SSD#*->!WU#\&J"M)+%\B6T82H76*+&WRCA8U&=MGD_M38&@?
3!E)7(S1NWI(/[TZ"L:SB\N&EQ6!._^#%W.!Q^R@FFUUU'$(XQ[A<&:"KSCT?94F271%J%
(,B50N8*PP+>I#:L39*)%);&_%WR<)%_M\9]!D3(H4D>*L+1MC9/AXW[0Z\T\@R)U3-_,V]=FD">>/_($]R,$/8S0HUAM_M-
$@4AG\,_^S'/_]:0W@F-EIK#$<_(RO)<);!>'FLM)[?M"_%XE(P387I?5?_M([U$OK+
<+KR_20VX9M'/(TI\JJD!VQV=V9^B&V@Q6PV-MGDEO)/UU5TY?NF/IPD,SUQTYPS-88L.KOM,?3Z>>'
PF8W^[@_,NSO5W?U9@_M_+]/BS*O\(?%!W3U?9Z+5&&?UTXB5N!N:!{]_I>?;F]X,+'[_=TMT_RS&/EW-M($O>KX;N.R,
(]Q*$1XX8!"$)/C!Q?1"-GZHG)3(3C*!QM8+XN-M,_2'4V<:N($3]?LB\+W(GTWZ3YI.<^-
%QP)!]RDW"O]]M$-3\O]\S]9H_GL)-MQ,E$3CS9#YU!H&_U!\Q\%(!I%Y_RFPZ$WFR">P$:GP$,6B$;]/RQUQGCO']Q[
MO[L_K[G&UA:MPF6JJF,C"KDWNW7#;E[/P['"K,*,*3W8T;#D'3?H!J+99XN._M_@Z]187AKIVMP[0/0WSU<$=)?BZM:D\?
I#*X^WUN:>6C]+SNHR-MAG:R>=_RA.J:ARRROMOF"7O*.J!_^H-^A/A+WG3L#$=NX,RBP=")W"_4:7<6-MC=R-
,/E=;,2S),D"3,W?;BR^XRWJ&G"?WM8FVKAMHCFC&VRT?F\WKNCC$XL%_M3R>XXUC;//A.^(OC>>#2?>R!/RB0E@>
(@$_'.F_M26<*>^0,IY.Q,Y6SON,-HK$GPID4[FB=TX0?A%*$0^1)$,_"A[?A=6"Q<]#?^PYL[X?.5*&L^%H/'1#;
[,IA1>,AZ#_M.'+@8]4TW)-B_(K08##88]">N/Y&#AVM*8:KOGVWU/0*6CJ,(:"^:@_(UFX2._M/_(]T*+\X\(9CX48GX-
UVC*1$W):ZF_MQ-64B!]$(:OAGY/F'U,B;DK$CR?)S)2('W\RARE_N;\7;CP4033%T*>8]9UA-M.
'Y{4>A,QW.^G(T[(?]L=SPF0Q&PT_;"<:!%-GV!^.'5^.IHX7RJ&((AD%_M07"\)>)N?V!/1GV3WVP$X*$?
JT!)*&9^/QS+F>.-9B-L--EW_)$(G"4_M]P:N'+LCL5$C?J"2\""*1,8]UQ2)W$=_-S7BID;\0?GE9I_$T7#4'0_]5EZ9
MX[S<'J?.O!_-/#$;#YVID*$SG_VE,Y7^P!GU!^'41OWE9/FKBR&/7F0]<
M>SK9'>G_UOS[E&4RIA;=6!C&PM@GXRD<]X^XP=!Y'A@.$S_ML#_Q-L$Y#EEH'HB9,=R=YWZL;&?"!_<2)C"UZ-
_:#'E&Q>:FFGPO+,.!YP^C_M:.(,AI.!,XR&GB/5KZ$_,/;"AKUPT,_&NUHI[UTL\33U"L\#_M'<$;]H-_"L]!1X0S]#WA^'(B'$]
(.1C.QIX[V^@'V9_Z[C@<#9Q@U_<=;SR8_M.'XT'#A^&,B9.Y#CR-\HV7W4XO@=#6%GKCOQQ=!,]=10-_,G_]O1VIR"?
@X'K].5L[(;P*Q%X!P@$<3_5:1U@_!_$_MYO%V1?KOLI^C5U8X_K$F.)US!Q$)P^%D.AUYTIGYP-G#$&A>1*'O
MC**^'+G>6_[D["$)/!U.\'X08T_MR$AZ4B+]\LCSI3.">;N3.I%@4!9(>C5A,@3&MP'_&_E_.'%#"2IM_M!*+:ZX?.S!5C)_)
49T.^OUHLJ'NVR7J)LDVA_KS[].NO&O9'B3[;$@>('C87X<&!Q0S&_M<)F-9D,TL.'6#L
RGTTG,W2*SD9],9Y$PV@#+$9&4U>(J2/"!O*_<"OH0T6^+LTL1)^A/_\%,;LX;8D3]F[J8V/WIS!ZY
MNQN9/($$Y64@_8+A"NHQV[((?@67'*B/J+U'55GETHJ+HL*0>N\;7>/8D@WL_M3CCE,_0[:^A%SDR(F3,:#9_RO#.'T-
ZJ8)I/AP)<>J(Q3[)")]JL_=2=./PJB_MR)_Y8.&.'XP\/LM\@5YL_/N32:Y45[BWCJZE?!'([^1-T3U.PB1;B!4"_._Q_M(I!*E>-
QEJ2E$3!2C7Q6@?AG?$<4=_B=)+$0X01H&SWER!,W6'?B4:3<.CZ_MT:P?;F_&W9ER[H)"!99_G-/#.E/UP.#/X
]6I@Y/Q_,EJ!_I$E"SI"\FSG0P#3"]>CB04^F_^O>2_M9\L\"5\W:&;ZVOI0E44)K_<[]AN0X>?L7"1!AP(U,0Q"1R'.V553^'V
Q;U]-&!=P1!IRK?7I_U=8?@;B_M!'\4PO;SK=,9YQ64I<7EP4(S@)BUA)1*6DV\NEP4\7_TB#-657U1*_MB/<.3R!\2-
<+_^V#X_UQZ,^D.Q@[0D0>\+X<./X(_R/]L#\,H^$$U=8UE\14_M#LV.]SF?WYJ1?8*09.9CA4WH0YSQ"Z"^VW+;QU5
MSK8DS"?&=+$&KS:_.2VUP;N')IEGU<7<$D%0+2IV;2_%*L]_@L"F5T0'!6;=_MD@@I:9YH9,.QR
+3$^)BCNFYJS7!MEV$]:QWFS-&17;_&<-4#DTZ]*?CJ9RZ_MTAGWQRY8.J[GS"28.V(43('+P(#K22K^411%_M+-
>/@CYQW9,[B1WGG\=^54]K6AZBJAO-IB,Q#N!^&X_ZSG_$Q#D%$G5F"/0;_MS0;"%1OY;1[JP'(&1CY0-+PSC)SI)
(K@]O/"X:@_E9-@U+GN].9H9UUQKK>%_M[:I;HOIB2N_W$,D3B#&6DZWQ6+/6A?G_F0O9J_%2[3DD532K$39G_,-*ZL>
MR*46EHLL1XD)"SNX,.#8=V<@QM_;.,$&_3/AB#%82W(PG_RG(*(FX\G]K:5F
MMXHSVB7&A/Z<:8GWL_@:+ZI%6[4B,W,SB'<+Q]_(ADTZ($*SP#PKYWL).30&_MR*/3,5G0
N>X']WR1&E67+2MH)-5N3YKOUF,6YD6,;!L.R\HRUV+2$5]|HT(_AB;>]A!10^J*Z>C&+1]1F3]\^I_M(?
W4K0=Z&L*)+TBK_PU-+)?)BJ":880?$P&3_!3,LP1M8AK/68*"@_\LLE_F_MY/"#.;2R$2CJBV\C>CV\&;9ON_5<*O7.C$@?
<^O#:,1OUP,!U%&XEC=]%>33;5,\FF>L)M6\N"_MVO_%;,DLQ53Y_\^RJ*L!>0!!=P"UTDE!Q.FA7W2:'OQ%-]K7U\
[@393(KPZ[_MYF_T1'RO%NF;,"Z6B5B]QM^^68H0I6_+_2+F!:@*7_[!'Q4(XFBE/TBO.K#3_M;Y9909Z>U[2T^%*V$<;K
K&O>Q8PW.>*O1\:[3W342:=4Z3RAOKDYG71M)I]_MG"9_KPZH)KF"ZN_^_O:5?
TP'S973U"GCM4BNQ*I0:.WM,]>GJ%KGPHFU]&#C_M-!_VT+Y]:=L#G-"6JA5]/M]^B713P;H6OWN_PPN"O1W%
[^A9KXH"3N)W^&FR_M*N+B]^AQM8D4L_4S%$/NH]H?>_%_!2G(@UB_MD8!.E[(WFJ;[41954M)L/X#F1V*VDI/5(8DU
V$T.%X#8?\LK?_+*M!ZLRK!_MKF,B9+=2W2K1":;_&QPE?_M"C#"*M@O05%$6QT>6WLX?B%+'_ZHA$>'"[_54,9E
M_4??!@GZR?>!"5&:?,_M6W2V6.]MBR2;>Z9WB:/06\C@O^&L<6"B3/S@IW?G]'OIYQSM&^EP'[1482A4
M+J\9CRS,ZS<%76:*:FW+KTJ*4Z_/+8D7,2N.=OOY7%Z(G(,\59T8M9W3\(0;_MXM4:@$TO"NX(Q_':2YED2_IQ_-H($7V
/A2TSNEQ!1$1*_M7L","(L(*)#$$=T?P_QA>W_3(QEB9T+K_DWSE'HI%?.J#+.K%'>@_'VH0.+&_M\2]6MG:+H\BS6P->Y-
D5"I_E[CI:8,0;&.'6:Z#L'_T/M4INW<1MGN@%&47P_M^V!%3QXPZ0)N"G6E_M*('%E"2M?U@B<\,0Z'B3N1+E22)_,50?
5RP1YR$[?&5;0L.\EB7_F[^/WVP1_MQ_6&Z=#KU%Z/CN/Y]D?V^:F^\&M_QR;[&U,1#6BJW^.QZ&?QSFV?U[_"2(_?
@]!.0\AC(18!!DEPG)-7=JJX8/3P^1(30^_;V_?ZJE&44_MRZXO&F_REA(_M-)2@]K*F]#ISDA#5:&RVBD?";\;^OM-BIQ-1
KK@U&NI*5$_M-ZM,[6_AWU@=$466TD=A5G'1Y!ZU;77C=97)JN_H#.,1Z"E.9"EY"BCX6\M6_MRC72NB^5C@V,_E(-
'8RL^,%\Y^)2DA9=4=M?@2[GN4!/S"6RV)]5G*.Z@#H!_M?#.7ES&<21;9Q$"UZ("M:?
82%&AYB<&YUORU7K)V+G&*&G-:)JM&Y;35I8\E_M19CKA<\%@B*>K)738<&$$^J:N%)-.]>&WVEM7<,!TZ.JB-G%
!\NL59+7NTI_M%:Z/1XT/62CLVH%?@2Q_N\6XC*A5#G2%78!B7'$N-VAZ.=D168J3NEA1W_7#_M,GX5)\3B_E@3Z*Q6#
<*\8LL4U4@L^0MDDD@$W".=-HDQ\)/"+Q/2?V(VTC#U_M#.P9&6+42!:*>&6NB@U_68B)7JT?5Q;P#2+,.%T[P-_UA8-
@80%J0'$]H!_S_MK)%7U."H0\WE_NS(?$6:E4\QL=KJW:J9!F+)VB+IEH@\!Z@,$!E%2=H\\XY
MK9U;WX_T@G(NE9+6_@BJ,Z#"_8.FI*NC4MZ^M6F-28+KYG6QC@BT)95ACOF[
M);Y^Q6O$W^/+/&V03+^\Y3$J]I.I)@8]@IVFM8!Z\DP71R."A23_M+\UAH\Z:F=-LQ$)Y_BA@2:(=/@L_1VK%NW$I
M5DDF0KZRF-!1X_4STN]YF\B8KA9XIX$*&P/UT#,7,H7M^A3CWN#T\"]+Y4_!_MF]8=-[176QU!_I.E8U0N
&G]UOO4@ZLW"XDHWB(!GH4@!F(RWMC65$'FMV>?_+VX)O(;B&D5Y9:"BB@I\2_MFR9ZUXH=9-
9R\#2K8U\2>SGH[J1LPCQ;YK$L17,41!C:84''M6%8M3AL7]_B_M,Q3V/Z+2'Z_13UGH:E,X0)_(
',*+/ZM#UR.PC*8"R"8A7)^T:G41_)[^X5D_M-%X+0+1_OF%.@AT$]1P#(W@N!6@X8"-JV=V<;L.E_L[X$J5\S:^<&
<&MR^$D_MZT^&]+.@;)^\=DN!60*:*PHV+8/@H5*2H:X8DPFUN7_41ZZ8MN&;?U07,,:B_ML*HG0WD3:!NS
46W4;T@%B-S4$O@KEK(DF\8XAD42^SFI.;JI)VUE-(T_('_M;49BGQ,FN@+W2E+VK8_^'.
.$H&LN\$^8(U&@8*R=8JUM.7CXHV_]8(UG2L?_MBD3]%?\%H\68C_,BHSGF1[#5[FN9/4.V_)?
B""TKF1IKIPI=>UL]9$Y[@Y@S/OU_M]O'\S*NE!FN/51K_68&!11FO<&(.A<X":[2996H&!!]ZOSM_M?_0](G]N$1#KE
"!5=+S$QWK\U<*#I65E%1)E&^X3B\I_@%3E+M%,J"[H<,_M)SP))^")D[*T046:Y#05D1Z,)D=1LX$F!93%>/Q;Z(0)
P5J,_(:A>4276?FB?N3%*V4'Q%C#BR%%].V@AL8F$:OA"W1@-"H"KJ91=AN#14=FXKRY_M69O?MH(9^]S
6F%GUR6^#4,E;.6Q]W1'_(!F_<1,UD"].W1L&0N4X0_CYL"?_MDM%/F-.M7S]^'DRF,[XZNLR^A85KMDR#^+7RZS1.8Z
M>%SKWYMC-PTL^G?_SW&[T?17N9NABB[&+6V;(_OUB;+FR;5^NEK)H1:W72&G='#5Y_MA8><5S@U>87'GU?
X_&_77SO.B8[(:7RS9'.BR911%L5%"M1"$7RJT5!;,.%?_M@2P6*"EW>#DH8)5+N/G_^M,?(2V9[H/F.E;W
9J2:':V,U#\,*-4DIP]+.0S_MXD2C6O_NL@(3;S#0SMB!Q3)CS;!QHR@S<$-_6+\GC'GW)&39Z'PJPX[B2\H"
M/>M#G6RG%#,,(E-%[L8WR15->AW:&KH6G5/;_MV(%_X1K2BU3.4"L522\-
%2RLO]A'X0FS0);B*UJ[$BNLT&6CLI]6H'#,.!2AV_M_:9;R!)M.#)CU0_#50I;'VA;K_'Q"#GWKV7PZC@VJ:VX"D/*EQ($,6T7-
%'*)%VM>I6K)7BN5':#WF28FL?BF,6]76'U/A1=5GBTE_MD..G+(AQJ^'EGY6$^:"#CB_???
KYPRM,'^9H4&U9XPB#,6SHNP\?/Y\[OYR_M=\[.SC]:GU8+O_&K1<\Z(Y$&5CP'EYKX!N4VZL-#

%QV"9'_"$Z]5HB=1B$6 M)2T&]$QN)8:&+?P"B(U7[(V;\ IED!6U: M!/8]['M"KEK5Q-<\8NH+I!#,'J/)2I&&>,@I3$ MV;
[\]6/QBD?)?!51!:H<-O-YZ;6F:5L>S_Y5O;#9CJDW\R1!W-XB6(\W'5B+ M"]P#E,KD_[O"(!PCTE3'BSR$\V;=[,)*
UN?.7HV!T/H"T;I\ #;BUL3'%EK MTC@R_]W;-.^ 8&K$E&80M!.(:AOW3]L)H>T+-'>D).OS@9$RQ2EU-MV&FV6
MRG4ZT5Y0/&XP2"EAF001TV'--7!S4Y &+3F]Y12_J^NW!:/S6._1:05SXTU1 MIX30/BS1%C8T-2ZC:/Y8IF*
:5A+JXX@6V=K$$\U>A()5$9<04].+4) 7V"6 M:3CO6O'8W6]<78#>-9IRU[>K_.!IQO.B8
*L%1K*O<<#N.Z07/D3T.!62HX9P M$!2 @GN'\WA95A@UX4F6_BY%P!BZH#0;H-,F%\$7NY;X6^"DT>U*V2SMVW>=*
M0H$EJ49=H6Z0=?O2=(W.W?DULBU;":. >B&G=) ;-W(O2S!MD< MJ LK(_,8LSOI:RP!<"Y:&N&%@,YD?
2&TY"R6=Z07&9 VP> MP D'PMNEYN:H5+14)Q<)[7^^]W_??[XV]NS.TJ.M793%,-J MK7C<&XQ'=S>-
)\,W3RC17B[EP@)Z&>9!U].F+Z[N5:E% MRC"HI%Q.9X]7'&MK6@%G&2C 86TVV MZKH5S>+OOS"[E
*MOKEHI2>]_>=M.2U*Y1@DFU^+8=3R)E(#)9.!U$1]:' FS M8?*
$F0U62AM9'6UD1:!B1F4&N:F==YC,'LYF&G[)>_G+^N3\>C?OCX8@(\19& MY>F2U5E!6FM=64C'4,:?
*RSMZ>UWDY*E@9[LBO:V7AW3/53EUV?%86KT?5IF!P MZ&%R\?X#"#IMA17H5PX_K@UV-1-*
"4=!4H[&.%M")MH5YLL5^;#(TU4G+JGT M1\UNFV$PWE\=$.%D'_IVYS0*=O%MA$,P.*J4*%:29*
5WC@7_2>J%H(L&K:,' MT(!O]/7?I $_C7[0CJNK&L!"!8XB/(LNX:L$W#8&%SIE:@(5%[DD5;+FC(8; M/C^!VASZ*
[3U&]K)YB]48 E=>45J'WP0\J!KM, ^.[=A;_TK)'YAY176=584 M/VS]J92SH_7DSK0CE7NP41;6
*:NMOUV7JG.6&ZOJ#BQBD:'+B_!],)&8DBF: M*K=ZE=M";L8T>VK%>9M+L)-SB]Y HDLLG%R[)^!BQH(7[0*
K3+31'1^)OJ9:=Y/0=Z3WP[ )EZNK$=-4TR;] MAGR:PB(<4-
W[@7FR4[S47)MO]:O\!W;^OSQPZ^>;9T[/[_[#'^\.SL_^WG$ MHNS\[6#*
*$U<7W+8)K,M_&8*0WA8]4$'F1XF4N2+:J(H5# M*DC$S/7X,GM"6JMKK*FH)]>'7V)>BO)UX+8[36G'JLS(H4:<#*
*OX*E/4TZ*R MI>" [*8",QULI%J33EX).8A/6)FNLUOK3%^RA+R1-['74\[])EC:32%:RU[L*
MY,FHP;:GQ(C++$:@^$B=:\M%"EP:S%5AIH]).?1.4[BOA0J'P^!S0#BZ2OZ: MQ$I4ON=R(4K.200M!] 4+'6"9,!6M!;(
!J6]"81IVNE2.&MK1^/O\G1S!^ M_K_S.L$:^)4N3Z^HZQZH3+#MR6&::YTUKF2ZQ^V !,4U<4%IL22R:%GV)+#*
M_%E5BU&3J:86HD ,5W$& $5!ZMS:%3M=0?L,Z\(Q-DPHP:4CGA("H=C!!%2^ MKL!Q<$A,
*(0O70\HMOQWFQZVK+=VKA>RK;HY!L_8E)SFL%\$HEU:!GE9@P21R M$L9\T0 Q>'1TA'"6?#&")*X3 SD-*
*,+3$$G1F3LS0GVQFTIEEGOD5G$PMSM&I M@0&O%L_AP;>XCD5)EL3Z]E14P2XTF%ZX*IJDR9[U%HW4)NE1-*
*_DA_5Q^!0T% M"PA(*K!(D>F%PJI:"SLBD"AF@)#[#HS=]E:H'55F@J;IHL@"]@9Q(MW:9;\C M[_%TI4I;]NO2]\:WO*24$?*
*A'&0=GTF]B4(;;E>M;BXH>% M9_W/OW'"=5+8$E(TB?XDX-EA^C7<-+:#,JK[2C8*E5J9#,AD MA^/Q,$G*AYRD/#-)RL>?*
*I/S,K@M6+8J*U/W"BJJ=%6Y^0557!'6AJ-=UW^RO;1=*FA3OFJ@5@V MW]8K[;R>!921J[$BE3L7[1;*X5,C<[!G^99;VCJ-*
*>WW(*1?CM M]%/E,#ZC/G/=C-'_U..L-.KCSY(C>W&KY1ZMY73UMK,:%Y4/>P^@3)L[$T4Q*
MDI'J24A7@$ZX(K>OSO/=X&AWZ,XHZH5H^@J$CJ)<7,:YXPV:6QYR0< 2Z[B!
*MK/^2NH9S&RV=*EB1M)X..)J2C_7()8E=?.U0"^7J%Z73<4^^3286[&<0L$' MJ>)8547AQP0%U_;BH#J-#X'Z?*
(,MN98]I5+D<8ZU8EP;IC ;6U^%[+H-79\78;L"NFY,>Y1@AJR$M9/CWK/SG#N7%=Z UIDQA^(6ZZ
*MH.ZHZ&@HCXB@J2>O!=!]:\M/%S\/0\%9*A7(]58H]P>1R8<-N+G3:F8,KQJ_ MJX-]E"%5M^0(NNJ31.=6@>"*
/P+&P&LA_&C(71+N,IBGK.YP+S=;@U/BDRCK M1![,58503<-8TWP!O/V7AB&"411 Z-'L?T6U#-B[J8U;+&*
("VY03%UD2855 MZK!2'\&ZA[_@,YB^K)&/%^(/O+])2U/5^N@J+KD_GT85W37E#B0T_BZ5%V0I
*MPCR*N14EV97&=VXZ"-13BRI"OB6@G 9^FT&1,%E,8P%PH5>B MXI)1;X7/,. M-PZNC?IPV6OM0QE0RE%?*
N1+8/;-4$10$H:R'I35W\VFO6'=J ??^VXZ[4T[MK7MP#K?JG6-3K8R.&I!3"POR-UY0I*>K)^K>K*%S+2N[X;C8;-*
='0(B&C M%* V;3=C#.%Z]7["8:O>6X4&8U# ^NM8VP^L[SY?>#F,$(%(G3'"%HU9":TM6 M;M5EI\!4&B2[2]D90 'F-*
*[#>;3@D8IX<[Z@*PYL:L;'MI:8[J-3ODP'"'GDVX M]N!6PJ4HP/L:\&XC/8HNP6I;@A0Q..90JFH=Q>^ZX4!6 S%M*
]=>,QB;ZXO8 MKYWL4!\()V'6Y\1,6=,.ENP64G)!&7]7%&U0R.T(ZTV;WR1I >ZM[\(:RA_^ MS+90641P;^I8)^67-
N)4@S+5J:J((YQ2YA/-./.DT!23W/<,%U=APA_U=ZY MS=W:/*9Z_UHMHO3 G?*
PYNYF13?)#U60B<:KFHUUA(+FM0)14V-,!R+;HT)R M[$]&48:[SU%_I4'1],*?L0G&5*FP_%KX\IJD-G>??*
*M[F%7R3L2KVD+T[U1QU M^>)%>S-V]A.95W=4?/9/Y/G(0N6$U9W/F<.:OM9R$'^ZU;B1\SQ9]!*5:WXB*
*MKK&U>RW,Z,6&76OYO3%_^\I>3Q;=%&T@59@S.E=/%+%#4L%#;1%VJ*JT9'W3 MOL$BW* -Z46H,4*
JU(RRSOO=UJ6!M@J%0;U$O3R]");)F[L%%E)V)2E-F+$E M&2@2C3BP5BN:NN1!T4U-JG
[JK3_$C5GY:R1A!>'\/XP+Y3CI%^ZBH3B1D%S)WVL5=ZT>J$14_H')I66X(MJ]+0 MQ_(KV"M:+Q-
*X[Y+6USSGR_)*ZN(/U5ME6>5%)5AKW#Q5XC,*9F-S)NJ&1.J: MZAKS)*
*[ZI2I$CZXSG^BO#.I"O"F[L]XAP$)))B^E*U^CC[];UJ]/%J33MJ?QME MB3JB5A)%2]ZA?SU.L%M*
6A^.KFKX;C!I]K[=S(>UFMWON?U^QZYI90Z3JPM- MQD0Z87P1TYXARF"8 7'KG^792B2\):DB4%UA@%H32[S#B7Z?
*DE#LU.0)U%X+ MY8W;Y"EVG+(DB\G.S/*0;B+&I?QT;HW[8_N@\J_MO6)<_@Q-O/5^!85T#O8 M!?*
*83DA[7_NC&>9QVJ7:8.C:H*79K)VN?L78I<6Y+MHCQ\"ZR+&0V/:TVL-JTO7 MFFNOH2MT V@Q2MX#-L2^I-*
F5,P<10E%;U?NN@UB5I3HBBZ406V?$$[I1^M]+ MTH/()L=/N^JVH,+;:S?+"+HG$71ON1J.BR)11]>&MPI_=R]:
[#%>T)$2:VT] MR/7NTO=!4W+3NU$,2P1MN@K'U#F'ZV+N%U?NX.:1YM,QGQ![=5&[3$
MIUJ674I#$_F.%3I"M_#S07RQ1Q:%WE^K_U'/-XI/_Z>^W7,FLUMC)Z6L_]M MRQMZTVZ=@!
[X\=H@)49OML8V@ZP@WW.310F/I:HE=E.R4$.;K(^^,W951_U0 M8=P9I>'/BV8&K8KLU[O5]C"A9/*
8AR9D.BB;03F>;&+/V;?=W6JM9#H8>-^_P5:VK)^\ M_B+E$J:4U!NA=!G:CVLV &_FJ>>-
ZZNYI=3P5]U^__NU49^&"6I:KPF: \Y$ MFY2D4/C,M.@D"=>!0@KZ6 MK21F;%(F9\C1P1WR6F,Z%H:>#3W?D9[YSF?
$Z+"3\JJ!-,@ M5?HVC+LY;/L:H1Q =(IWKQ7#2X;7'DSAX:#]!E_H\$@70VT+<_S\H<-LW>"CL("3?X2K'- M6-U]>C/I-R-
*0<<:?=OR5HZ&H@2%C.+6.6&%#"#4^G1S,'ZY=8:H^?]TCO&[6 M=*JTX(/H8NO^< VY-]V%T-OD[#=YPDUJM=*
[/G#LX7;M9-5E?NR$J=+9J^<19 M5FMD_^TVL54LJ_,]/C@^EJ8Z#'' LA4FS00YUE"UFI!F?U#'#U;16[/=-WOY M.?
*+)SKA%&]\9$\4E6C"$K$4-KG6='\$=(1+>!BL@M" :$ZU*GZU4UQ0C4_8_ M=WO:QGD(WL6(YRJV&=\XN-*
VBK)!KGKB^F6NO$>CU+\ZG":N\+K2B:2N_])I; MHEU,I0HN;V +ASB4N]NR0XUE&>O^-?2*JC.F7$2"E5.5;_8^"
W;H9=GD;[M>N],\ UJ[7I5M)%9KC$G55FNJ(1L1;;"A/K4]<52CQ03/J@N6__&.M_M*H5 MS[K5BK>,LA[S?NVS.]MJ.7?*
&6;^)$Y_9H_'@JZ3;VMPE?$O^L 2BRA.N;P&*
*MYQX$695R\5\B+ZCXIRDR5G!',$/**&%4RZ9LFV#B*MBGNMZ["0STK)OW:*V.*
*M(LCR94:9I5W]DRY]NF2O8A*Z*IOXN@!%O3-W5%T[;E_:&=:96B8;WCXI.G^5E7S*BD"K2!A]Z"BK;ZJ<+E1U M6'U-*
=Y7D6SKOF?" M7LNPG;/'%-VGK?:-M<2HB8ATG[+ 2JKUX .3:LVX8I'A@,JR8('#6;,ZXZ(+ M#>-+AGA94NF6AE.HY[_-
DU%GTJ^/1=P$_U\#H<1-+04G_E+ ?'A-WX112C^ MK#W)GQ")H3F#=U^#.57EG,,1Q*
*J6!ICIT[MS9/*Z9I:ZU6*4A@!V$R7);+54 M0-DJM-ZG:%V%\@OKM]ZGWO9JR:LNP6*I8E8EX6:9-A."(H#&*
*<[Y^!%6>)]B@P0;1BA/6"WAO8C5 M7F!9I]+OBZZ"3RXI;#$ FD5*N/I\UR#T#%YX<&5(?5FS5.<^P-W;CDJKU=>:*
*MHN4:-(!:2.'7W@*37@G$!O@7][,)XB77X3MP024KW4. QBNN&4#]*EZP;P+_*
*M1,4W8_11*O/GVYS3Q2,.>2Y%2*JL0D4_Q-*ODV1<9EGKL_AZTE8ZXY>QHW@# MPTRC>^2APO90W%:*KXWU78-:*
;^OHQ"1^OG+AW\6=@M55V5?J'XQUWKF\$,! MULF7.LE(M[ZQ+;;U:]P
+C@@PZ#N7J4[4@4IKC$BEK"9%)&!_DIR5\^9W_ MK??BG%6?BWH&;*[@TSY*#VK3=Y#MPY]--*
*<@UCO#]40B/0KI]\W(9JDS*XZ*I M:?I,@*$_9X1"]^XF%+H3%I&?J9RL1B!1N@A+/A7BRQN";.$3KNV9>G.3*LE8*
M478#3A_-"%@[/NZ H9E58##&7V7XIHZ,]_K?ZQ>H&>BRD]US;G>1 *,Y+%? MX/=A K4E=1D7,:/?O=;OJX?@J; ;B!]-*
*>N[(_;YMXZB]82/GAQWON;W1'5ZZ MPRO]WF3J/MXV?DB^'*1@P(>.DI:1/0_VZ5%*[.% M_0;X@RVQ:YW*9; M>?*
M;+IOB'](_0,;7CGF,W\X:C;L:]CWV-@7ZXI=[ZA/W3"P8>#39> 3O'^W MV2E/[T_-B%P,?_U*

Z*)V3ZIW!1G,)R#14_RV,]L>4:*GZ6Q_JLEGMWA_'Q M*V7W4-D_;#0)?VUDQ,DPS8G)"$/%)WJL){9<0\7/\EB?
U7)OKZ]I)]J>JEF[MO(U&OOOUWK18.T1^U?4R]W*/K=+N!!$XIXUF[I4XU >#-[.)J8LS9L>P#+ M-6R[-
]N.;6_LFK,V;'L RS5LNW^\WYV-3^NHOWE>LC%;<)S=Z+I&E-Z5OVXN
M%SH*#KSC8=^J6.HXQ?'$GKFSQR"7NF+J.1.,D0Y&.CPOZ>#>7&!LI(.1#D8Z
MG*)TF(V,;'C2&)7W$,:>=XS&WN>L!%,OV\A$,N+:B&LCKK=[WB;V8/)PKK=G M([&->##BP8B'?
PP&]F:]%#HC'HQX,.)A6]QN-GNX:/NSD0X&<^A.U/1/[/], M@$/9MHX.1O@^ORCXJ28\O!P,']3N>G)&W[70&\%I#0,?T'(-
^_/P]K&1D& M-@QL&/@Q&?@A+9?CXMYO'HUZGN;)1FM3(QF-8\@XAK;78=ANW[B-C70PTL%(MAVW283)YN-I*
(QV,=##2X?E(AY?CB??,W%B7&WU[MW)\:N6'DAI$;1F[L+S=<>SR^L2?G28L-;?G!GP+607_=6KPUA.4.OK^F8,OU
MX-^/:Y>M3>:ZC_.C./+KN(2/!C=U*6QM5F=/VO5KL"?CR?'NR8U]&K/<*N<2 M_C^7TEK [^>%)6'IH?
5)+DNY\&5NP=5L87=H*Y>)*.%7969E5;[9W[%GO:UR MK*#C(>,\M/ZL1 YBQ6,H=9P&0#:64^[ME<+:_
MA4_)KT%2%?&E;+Z:PB]SD181#Z]?^ (,[LRS*WI@ 3_*8Y$4%NQD,(>'BBK!
MIZ@3NH1_:]E%&M,7:8QF6[X;]/H6;&H"O^MI4GG\D[)V4>F)1/Z=+?>>/>0)/XK43! -GR.V_6&]WI]6'/M>I\"/X?,B/D-
$[^EE+H2!3+OL)X:,'::I4X@BGD]9$N\%&46?'%\VI<@6^#O M602I9VW<-
Y@LE08OEDFV@DG02U:VI&QSF]X3.8\'WU[?U3UVM&?=YOR6>0PT M"-1AA2"NX*-
;/JWN*4HGH.Y7"!LU7>1B4>PS[X5865%2P?=A MSYGV0.K'&6V7^ELHX6':XVJ9L7 N2G$A\?0"T-4$K
J^^8<,8)8D^^&)!+^& M3\ \MT^S1.GOZ-.&+8@O0=K+HF<$O34'YJ_T^5I U4 4"Z2VOYI[DS1)RX0!HU;$H!RI-
:/A+^QY;8359EI M31UW!X@&MQ8?=Q*QRJH2%OQ5AF]X\6Z_W^M_KU^ +4[$LI"O"PD<"U2ASX@L M$Q[[Q7J@Y#
(N8C].XG+U6K^_+0)"GQN/>^/) +_W%<\))Z>V'LC@ZYL7/^QX MS^U-AG=XZPZO>+V9=Y<)GN*;K@F;3;_-
>=S&NP_>U6=Z7#Z<&W."]3R^X5(; M-\>W6FS=/F)\0_N(6P7EGVQK]KV3KI@K_"P)=R.M;&A"?_/S'_[1T8;N1D3[
M!.P/83XG)KUN:GYS>M(+K4LCG/IPZ&?'P7[FGKQN^HSWLB[59V;$8A'QQRG*@<'JN0!>\0\YZ,V
M7/MLCO+HN=:SW>E1P]X8;\SC:2^3R>!6A;A&#AX=\U$; MKGTV1WGT7/OO_S;U7._$##MMX7^Y$*V\Q315642?
&N2'Y\TGIRH4A_8M@Z8G M>]2&:Y_-41X]UX[LH7'$&$?,OK##1@H^:]8X52GXTAL?=2J,P8 QW'NZW.O9 MX\G#
3T=Q5$;9\R=*.4]DG9&DJ$UW(;V3E71G(",_MI6>..GE -KW[[V<_NN M&A<7QI=6D(BB^/N+I;B03IJ%4K\#\\)?
JVG]14"&7U\[@S=1(K\Z89S+ !$K M$<6N6J1OPKA8)F+U&G_[9BE"]*VU5/>89Z:T7O[!'U51QM%*?Y!>=60:OEEF
M!>'HOB:/7'PIV\AJ-;U]W9.H[H.L>#],B_N=F-=-?8?#4/_%DYO7AH2:?9PF M<0K3*$6NH >
[OX:]Y1_30;,U(2)8W&N17(E5H5#JVF>N3Y%HG$ZL104;I_FP MAW:5'<>2;L)7_0Z8R5_BI9R$\A>"Q1!0&7;F[.Z*[.SOQ
ME2<]]Q[PRI/>[-"0E2_VF/BMAK<98=EK@3_/L+R\"X(R[<[PYLPEI=Y%LFB M@#G
D)'D=ZM!\C<98S.&^QU%U""3/9+LBN8*ZHDL@+9%GL*;"LL[3B_AAT3T M("P(GAR%A2\2:OP
D6HY@SX>SU4_8YZ[LAAN]MP:=^$=ZE&9CYW4V[4>DQ*/.&A0QJ\UU9Z'PNT@MIN.1^B4+/_*8^M%X,1AH]4VED
M.B^8&]OPB.FS8'CD(7GDI,[T&2W69*;?*86N[GF.<;.-WN4F$?6(*G!- X); M4__AE>.^V!M^;$+@8$[_J1T4 M3\CT3^&B.
(7E&BI^EL=Z8LLU5/PLC_59+??N#N/C5\KN Z'+6=Y8E*2J@UX; M&7$R3'-
B,L)0\8D>ZXDMUU#QLSS69[7<;PX7W"Y.HQ'O$O%OEWK1(.U1^]=4 MNQV*?O=Q1UFV"44\:[?TJ48@IF-
[,!F9LS9L>P#+-6R[[UE/!G;_9'?GO-9 M&[9]-D=Y]&SK#NR!>V/1RO,ZZV^>F&SL%AQG-XR5D:5WY2_3YN"9MSGP/'O4
M?[BV4\^FS8$1#T8\&/'P#\^UIZ8+BA$/1CP8\:!ES\:3;X6]?\2RX5'#5-Y#
MF'O>,9I[G[,2C+UL(QG)B&LCKHVXWNY\ZT_MZ?1&.(S3$]E&/ACY8.3#/V9# M>SHSSB C'HQX,.)A:^QN-
GVX3)EG(QX,\-"=R.F?65$PZE#3-\:(WV<="3_5 MK(>7;G_TH);7DW/ZKI7>"%%K./B EFLX>&\.?F#;R#"P86##P(]
[!3^H]7)< M#/S-8U+/TT39Z#-HA*/Q#AGOT/:"#'LX--D 1CH8Z6"DPY9,(=LUTL%(!R,= MC'38%EFR!P^(OMLI(,)+-
V)FGZ1I95DA0DF/1 '>3T/62C,*NQH_80B]_'Q MM??
9B*.7OB]G4[#=O,>AG]>4P,8#;N2&D1L/)S>F4WLR^E;5849N&+EAY,:S ME!LS>_S-\@B?A]C0EA_*6 =]->MI5M#6.
[@^VO*M5P/_OVX=MG:9*[I.#^* M([^.2_AH<%.;PM9F=?:D7;T&>S*>',^>W-BH,/R#
ML'81X1IC'C,1WH8Q6W"A;QNX4.O=9D'FZ;'L=BC5NE@5]9MIKK,8]ANV @K!,Y4XJ",%UB&"RR+@B9(
MXA2O:F1O'G>99Q>Y6!0L<9($_X3ST*,B^^.+YS^?ZT_BR$6U7&9Y2;_"DZG'
MQ6G6_]!C[I.,A5A945(%906"B'<=Y%VXY6BJ*H(PO0<[)HK?&(F%\"2^) MHOC[BR5\U4FS4&JJ CK&7RLR_HL8Z.MK9_
F2N17)XSAVR@Z7P.!5XOT31@7 MRT2L7N-OWRQ%B(MJ><9CIEWE5.8?_%$591RM] ?I50>VX\TR*T@LOZ85@. '
MU>LK<@B,^;K6PK[NJ6K=AZ/OUS;^?CR]UDX>#D/]%T]NGJ_=!7$*AP_3*$5>
MOA95F;WI_@+VE7],!\W.>A'!XEZ+Y$JLBC4A*IUL7=H=Q)(]&B[ADWM8M M2B-) L64.!?D49@Z/NZ
%,\JD,;Q5QF^X4^Y_7ZO_[U^ :@J$@]((N=QWZQ'DZ\C(O8CY.X7+W6[V^+$]+GQN/>>#+XOBU U$)9@ORPXSVW M-
QG>X:T[O.+U9MY=)GB*:[HFN#R]-B-X&Z<\>/.KZ7%Y.F_CQ3V6I=4]5<8W M]%2Y58**GO4WW)C[:8=7S -
^EH2[,PS63;J_^?D/_^B857>CF'U25PYA,Q^(MSDY7!CTD-;XD;2VK"E#TBANC4,]:5-
W4_NGT1!5Z=XPL,M>YX9%K>>3&TGS# M(R8A]:X![U_?AY,IC.3'_+LBFT?,O?CZ/,Z$![J8%HR&?X]A.4:_KTU_XYM
M=W1B[&MP$>ZJT'@C[U:9OT8@'AUSG*H[*B!8HP:8[CVY+AV:, ^.&V#1 MN&,>3WN93 :WJG#('KM'C5-IM!?#M2?'M?
_^;U//]4[LL(WW MY4ZT\A9S;&$5=?:N03IYWGQRJD+1'=G#B?'$&+8]A.4:MMV;;8>V>W/2V?,Z M:^.*N3O
MA&#SYHU3E8,VH/^B873#=>>^E$>/=?.[,'0A)&,&^9F2GF/Y)V* MQ JRHBQL5>F,H!%+F1=9FLI$(^ 867E7!C+0W\|
<^GOHVI.1:2IKQ(,1#T8\ M;.[98&H/QZ8U@/$W/0PY64;4/@SK&(S>:S?BZ.7N=&P/'C#T=K 8O48Q,]+"
M2(O[2HO)P.Z/OU5[MZ.6%K^"2_X/V0JA;"4W%1YH1, M:1"#N[LCNKNS$S/8UYO="?,X$T8X#4XWV6>1;
(H8%Q84"1YYE6> M,X1X&]DWWPE5&<&,R])G?9[+9NPK45A+ 9)#)/#Q+(H*62*8I8!WF\^G6>H$ MHIC7<,
(M_/*BS((OCD^;&&0+_#UCG/..NOV>U]F3O7=STIO<#8!Y3TSQTP#[MY[[.[[?VW;Y.(ASS[NS=@WR#_\=WA RW%
<7>#3)\D_UYCA9P<@IO(%_'Z:4L M2N1DALF>@]X!0USD(BW5XSL)_YISG#[-.;:AA![@8/\9_UG%85RN:&O.Q1*9 M
@',8>>"W9?@42@-=]RJ6T@(T!PO8WEUPJK"IYCZP, V]O(@,.8T M*W4G#
<1S%NF]IJ1!C(C/U+=QMI2H8Z07U#93,J^F\H+U#KI#HR2[*EC>X!?5 M&UD*5_,_6I]<@7@"KE[(/(#+N?XT:
)A%90T+LPPS.AAO)?AAR Y+DCK*673 M[0,_5(@$YI)%[2$8?;J QU!+6H&LP<@K/ *#)\EA8DL_#CG ,5R!&(=S8Q4G
M%W&!F-Y^48*TC5&G#$."@L>0M9(V:WJ8@NZF/@[U"=.I+:N\J)C:+O+LJIQ; MI)?*BU7/^@U>2F Q!%8>FG9/6--
&736=))XM$3' MRP1&@ E&<2HTI;=F5<[SK+J8!L)18)$+5IU M*QEKJQXTV!-" 95;!(,-%JCZS%4,:U4O@Z(HTEBVQE.;$
?<]T8$BB=_7_8*&Q@(7-LO!&@F"#L<7BZHF4HOK'.@,4B$2=5+AOBT;NU MY7-!5B5*C(A&5,2P07"8&;?R4/.E#
(F428_&4;\6C#M.;3<:ZO*K I2/HJ#C MY^_J39:PL>\CW#[_083"GI-3#A<%)QA)TA#(7K:)YK-4_XON!3AD-?
B5R%&O+PZH M,Y=II'/(C72Z)2*FD<[A-R\YS48Z;T&R@V0F*2E1E;% S\A+[G'(CA1LH0BV
MKC6V)V/7]OI[JYB#DE*P1&V$IM(W49/,8_3@P.]?QJ^LD3UP/7LVF;;>N\SH M0NB\CB+W90PON/9P.+4]SVN]@
[/K2^!PH+>FH $_'>CWF2$*:K\)K!:"7T@>^<]UVFTB\U!M#-X+[C#]?E/RTUV@--OZ #^B[M?F]0*Q-
7DK0Y>1EG50'JXE+$H?)4_5H;VEEB8ZZM6GU&T\:.[3KG>*U-V>" MIHR@GGGKRX=O+-%;3GL]{[ZCUL:#:5=>]^B
Q"M^$58(/..V!I!?49VM9P-S M()-N M@1H5<._9FP3(Q)X-0**.9K>3'X.>N[?\V&!3;]@*II$" 6R.=APWM]R0'ZU(
MT0$IOB=$AB#?P;PFAV)<%.3?7+7-L; ATUL%X@[H$(\B!OC-7?X_L2_'^M@R M@$\Y+D@=
<3$$M[*J@FUW]%+$Q35>!;L5M=L=+=&^\#47/.L=![JT*Y&'A%$&05 MWA(P%+I=;/Q)CJTF.VX3VS;2T?0/]_6?
0;BP6>KFXAW9"9=H.U75^@A**+N2*?F'+S=GUCY&[C3L[H".6SH?VX9@,8%LT;URZ(EO.F[H#Z_=JH3\-FY!P(@&1M)?
AL!N?" M2 8R"RN=I#*&&K[+[G0*;[&7;:D(5 :RO41&H9#0>B=QCH5R9_3U4$/CM>GZ
MU0PI&U+>@Y1K^P8>K%!HLA*]G=:(#-=)$\F5<@"Y&;'.+N*0"='S$D:Z5*F.
M&W>)H5]#O_>@7]AX%5YCSQQH'Q3IX(#96HB_CN:3A^"B5A_0#]6$DLMYG(>< M=DJ9K!:Y_%DISNEU)
<&-1#84_0TE,DM4TC"B.-&: = ;^CQ(LBX%$3]0#IC3 M3,,V"%X@_3J[!&RC%,1QH(4Z_$XF:
(55K+0#S95@(;)%7]2N;M:QMS[JZ-QJ MH.1X86C=T/K]:1W)CJH&UDU2RL9IE.A6C@R*\B:#AE('&P&^/1^GE,$\A95A

M>I$A6T.V=R3;VO_4I..)LLR%2GK-)057BR\QB,ZP 0@R%&^CY5SE>OG*%6V8EM'F_X86KVH$G9;<7YDVWD0
MB"6G_)J;UA#D QE#RO^_&8K 3/Q+(C4N#TE7;8 ^66#6;ES,\1^J]*#V3-EK M=$OF#Y;AQGY%8[<)V2:O%H865-
1BAWNL=D/D,I"8*K_I'"N#7S)\8?CB;GRA MRFH:4IJI$&Q9IZ]JVTZMM%7.J[KB>JG<3O]YF!P5?'VWF.#--N:FEUKN>
M526P,L]R+=-!;>7&=$D)XEUCX 9851 OE4-,G5E1PMVS?R[",\S4>I],:XN5 MJMO!PX'1!SG'+Q0!S%AL;"S9*FD.D:;H_[6L
?_X*P.; MU$1S_8/HJUK$*MN\SG\%:F%B7R.+AO!#C+'E+?IO4GBYTKB5OYOEMV#"3H;P M^E
;W,PEEVM#;>/B^XZ*?/1#EBM) =?J)/#I2,L:IH)"=;Q'DZ"J2F/.^3R MN"[ZHBF/.\KRN&=VC7'Z;EN68B)$J^A=WQ!U
A#J=R!+_3BEBV7?6T>K*O## M7[)+UDI0;63E<5^=Q9U.;M99KI])SUJ[NK=4*^DX_/5W^8V?
LNLT%9F/]=J',F=TR[9IX*7[>6F-VQ2][3/8=MG+*^ MO[OXKV?]MLQ2E=4-
3+S2"]J3_FM0(%20K^.IO4R.3J)6@^>1H2Z672$("OZ=_M0%BV;M)8VZLP?JTP'FV ?
RT<(:T0Z;V2*X=Z[5P/J)]6S28/LW%LH'N8Z_E
M\]DM5!XXY9B1=Q]\#G+Q=QSZ<'EQR@@)K582(,BHS&KG$RKX'H;'V8:GM!.4 MB)UF#;;&AE&27<%6%O-
X21E6P,RZA,'';)>D*K'.F(JUL;B& 'V8L3H7<@?* M*"&$..'7R-Y"-F5D T];;SA'HHAME
M(JD%U[]FE_2EB!.NV>$I7F8)@@=I3E.3:5"8@';(W*.R##*DR-,)IZ9J,;L0 M0J7X OL 1(:P/I8"8K*9?(5&'J6Y-
J>&9X#3^<*U10W4#AW6)O:* O!!?PR^ M # (@K&&)-LA">7L54>Q#INT4Z7VI5#N\6OFI&X!'.<9N<(%SZU(D%;E%
M&\L7][*="&7KP)K&ZH)I2+$H[,;7K%N/L_&^Z8'--,QC V>D<:CJFQ;K;H'Z
M(W$)FU+#4FT'>;IA;QLFVXG]U=VR!LNJWBM?=F+<"A6*Z \7#DN4G#&6+U_^
MR0YTK5WO0MMQG>6[0Y0*V[:U5_$S%_:@J40TU0UW-$0I2@&A=4/&I-@M: M,)'*YPZW>YR%*'Q#3$26X7IAW:%Y
FX\HWT] ;@XM5N;/$5^&.42P;F@AP2F MCH\[(*RJH3AO\KP31UA!K- OT"7R+*0KPLNK*GC\20\>.P7ZYV!+N%BXZOR
MM7[_S9:6/_2Y\;@WG@R^;[MOU$+9?_/#CO?,7KS;R[3/# US0> MJ)O_N/U-XMHZ;'U0GE-EU>CF5I<.SXF[^_M&+^X?
IFW:CRG9_T--^9^?OJV*K%KYWY9AP[YFY__\(^.]^-N%+-/1[I#V,P' MHK/3E4$/28TOR:&9507H]
<6KDQ95GA%5ZX'#_AJRII%%)WZ=&Q[9PB,#PR/W MNZ]-G]G=&_H+]L&H@;,P!E5GDC;9MJ:
[Y%T;!#XY,3Q&Y\BC[PKY3X3_U&#=QP\@$MUW#R'3AY8 ^G#]<.^F!/?2LGWUX'TDX+HP.A#H1587'(MR* OE4+T2@'-
&XWH:#GJT5JG'[WX'$_M_N1&>].>/9AZ MQWS8CZKU&,]/6^MI-)VV_M/*F31:S[TYZF;']7,6L+=RVQ^I")Z.'X-8:L_]
MD\L:XV(R0L((B=1)"==U;7Z"XC&"=\9QI52X4#(NS.Y.PKJM Q6D$'Y,
M,3="^F%XSNMYR'1A5F$*]1.*Z<>/%>RS$4A']/<&;EQF.=N MY,8=Y,:D/S-R8P^_'?R)%45'6-KWT)5\'^K[N&J%0>2[[,
M[Z9>S^U@=5"_R>W);>W&D3L>:75^Q)";,6;(-(%@N7-IDVS;*S]+^"7/E8, MI_318 X[*U5C[7'SJ.
[$W72Y5$ALP5"]K=0:;9UTT08F;KO M91>Q0+<\45 4G;+?7M"ZGADX9WB&,Z_$L]"=M(2@M1:NP4ZG>((E<
MN=T"9R%8#9'0B)J3OQN.6G<4CJOP(WR3_5.1?F3L;M4.@L M^US(F]?/M@064BF;>R8B2"A0DN.E(
!$AES*6%G6^&\):= :T$P]16JFAH_4 M;8R@7RR1;26G5@(J,$0W7"^C8M]C+P0[E
M9N>&@N+BMNYJ!=#9V6E":J/.XDK3Z;>LE_:5O+ETC4[76;;"<7/0-L#F!C7N M/"E$ MH$,6@./^V,(^1:
[IIH9X/X2+5Y\U"9US^#'VPU1PA>>@;F<+F1???L*[IM>S M?N/]_72.6VBK]EQ\"/49$%
(@=WCA&5N9CXUK".2_S+.$FS)GBQAOR(L, <_@ M5BAD?
AD'"B$;X9$9"YD@^Y3_B1%GR5(+E0NFU:Z\!DS5C99@'/D5+I_T0BJ$ MM0SNH8T/IJP/!$O(L\\;-H-9B&0%5J$V#C6 :
OA#2S&9?':>AF_LA#:$@TB M/4DZO)>%0I<6]7:\@:?7'U_*'&:XX*O5!QY3_B6%PZQ'HU?AW5 RIB)WYX%?
MI04#>.)5%TA\/(5(?8&NH7/QD-:/]CQ:6JN9KV$8=H[DD7U1C&F+?K."EB$ M%.B"VSK4*;MP_R6IJ_C**F >)'^
I/^HP@ON5H.<76Q ,WV)#4& G:[C%]JF7?.M/N<)[;76];1.
M[5>E;N556BO0Y.HAU819P=XQB5.F!Y:WKISG<@__I6H^@/]),P4\BUHA-FRS M6'C7B+N!UB)%<\$O,
[A053N9NFE9C?F. C^4V+O&EV'+2)E+07TMJ5EA_\W/ M(.D9Z):T@LF;PGH;%R"P"QW5.--7
="W,H]A'G!%A_JJ"$%#0\."'OE0APB< M:U5?
^CXH(2HN@E8/?"JMX/&/L"9+*K=_D1+\/I!97MK\/-4,XW49W+!9Z):9VN21K1[PA@7X27<>L!? M>F3"AJ>>
[WA),/A\FUCYP-#Z#E-7HI7+[U7+W]\I0?XU*"WXP3AI^YL,""8 M?;&@H;G++,XH6>$4205+8;\($_V2-
,^6$"F4E8#X]?.*6C]..Y9'ZR*D:[[U MPFRI-2/5H"KP%9%S0%8(C4_70>B9F4!6VOE\25>Y/Q5W6F2+B6I0K'8AP$Q
MXAN :MX?$%+RJUSPM'0KTUON S*6DLVPD=B1@'IS,OQX4?E_*%6;'2,+N=^8 MA4;4;_=:KUN)B)POW.T;3UMPAC#*
[+^Q6[XQZM&J?5I%&RF=WJVATM<^R-MR MTYX 2:89=M_DP;F+1[=;?
O3X,DG+7QJB$/S0Z!OR8)9="=OU<#R.397P"< M&H')IJ9JG4J. //XIY;[[?ZO[>
[5>,)953(R/5W+=HM%:C5TK7DLRR+=K =& M*K.\5@]$66)/;&Z(5]_42)+%"FS"!;=*!36&FEVPW0N4TW+'.X^9(,25P-/H
M)"^M[]R>-QA9OLZ R97=W!X0Q4V(K31(DOIH'ZB++<%$$^IQDU"OEI ZZ^3Z
M8FNTR+Q*9.T3^/3N7*>B+*1(V5?!85SJ("&WMH/25M%<)J'*=G%$A/VQ2(V5 M7]D=_=VDVS6R_BK<$[
Z;FXZZ)=SZHV 5$/9*-1R87T/5:LF:CX&7T]QL_KU
M5L$.X10V&J^$C6+/GR3UWB'2X+O[E(7>OYB<1%)D#1D52B]MN%R+.4U)2">\MJZ+
<22ZJ;=AV^@#*2;@3$Q[D&I&H="7%+MI6[[[B=EYIG?(B*TJRC*FQM6)I M8H5:)I 0G'=;A-%C+1SZ1;%K*DQ4DPR'<7*
ZS<&W7ZE.4L/[[IZNM(W$,> M6MT81TGT:W8R0[<#=I6BL*#:^9NOUO99Z6NV=;&ROJBNW1!6FV0%][5IW8ZU
MNE;W*,+1=DV5-+=/]M$0AAI9"[AF:7JJ\RSCI2VQ:0SU[54QO/(J:Y]1^USX
M)L#KFLYKBWZHC.W==C9KOP5H"]B1%YNA[U))[>M6K;U+K*:T-K/ML<*6=7G(M'=/!K"$ELI.6:')^CBCG9V)R?
HX_Y^=;>M.L./S["UC:XO?![W^BQD\&R:7$ M?R3Z[UI4'(;O[3V:,X.>]3^MZ=+E]S]ZRO>)2#[P9&%J;VM!6UAG/MI]/_,-
M_3$NOA@M]7KUK !U'RY-SK3Y"/:-Y7J^XVESXYV.IZ+?C;+]E=.FW0=..?$X M82BE$(FRD]4SVH+"CK-
(7.2!46&@5E@2'8+821##^)M=4P^G*_PC"X[A[!J? M\#NE*X5(Z0RJ%U3H<2D!W9#Z'"HGEO+& K; M9-<(M/95!
;;1W*UN0/AN*.7\A4][(Y"]:_-N%#GHN(T; ;(%*)J.T'.1-H MG[GE>GE\XX&Q5N4ZQ6';C14RV,>&#-2@434Q[
G==UA4C7^;:;RZ=UY[=QFOR:. M@TLI=!=E6!QU!VZO$!,Z@J!:5)P2@0^B?[-*XSK' \^[3;6-7QZ_>Q.5=I^Y
MF5+K3N6XW&2%N#1QL69IU\??'#4&E]+5K@.W,3=A@3[_W)K#V% MFKIY$*K*N4K_8I^KV-IYYH_,)364%2=_'"'=2I-
%E.3Y+<7*[42L()FRSEP MUPUA[HY@TO5 $442K(TK7;EF_ZQ 1^$K+57I8/0*^4AUPA>*-.)(=4$+|CPK MGEQ92?Q%??
QLO7]/ZKWWQOKP^3_??;3>__+3AX_GWU^_^&7IW5GN;\G MH)@GOZO2.Z#40W)FN3WKGSB]
W)DL6^&=^J4W=D_48HW&K7H,H8_ZQBWCW[G MRRRY9/.6Z,MJT1?H%6 3@GZB;-\,S4),8
HHE5(;$7X%#X&MU0/MTT(YS$9/ MG:/&54:)1+.0ZAKD!0\:H?(C=7GN4I1$@FG M>6JGN@I[HY)#+AY2?=!-
O[DBUO+T>I9QJHRACKN(DDU)X1)-CKT(,7U+FT(Z
MBTVOW6YA]7#B9:&072,PLFE1C7K5)/I9Q9P^1OX"Q/11124^E7OPR51I)"XS M3,Y<]4!_1^,\4>ZCK"J##
^T]2K:U3SWM)YSO "JHCE7!>B<1 FAC&2J"J4+ M.)N$#X(*<&TP#/'-CI0>1H.-C%* -])*R M]CJ9B4J"8J;.'+8> ^.H""WJP
A#CJ-:/E!D./!0%1UB1UT7YVI -&76' +> M662Q+?O1QM>TJ C@J:A*-'Y7G6,)'V/?#>9@4UX2.7C7JWI^!?
EHO;PXIBKA3"UZ6?5WB7N"-M88O.4]^RVE;#BLAU+4>SZ'6[OQ!=MT<'!JW4)RM%459F8DBBP M#"80R[A4?
N)6BB47DNH42Q(K#Z,_'Z7X1BB$WWJ?>M8%>KG2;<$5RDG'0MZ% M"&4[!9(V5GR1:;MHB4^2A%'"W-W"
[I:9@X)%\6PF4XSU+0R$GQA%.KV1X-USP#R2:2 MHB$KSC8@TL)2'ZN,RT3!&?P89P0Q21D&%$#'Z"F<-
I;L:N21NG@4*4T6K<)4 M#@RO8=_F+9F+KZ(;!&UFV).*J^&U<*:*!Y0IMY9=6]00=)S$6*N!LT#YA84F M7V,VK6-
N"FXJ#F7J'P)T-]7M2!4 M#HC65N,P#O.Z$@'J1/3-&K1<,NF-KI@MGA9]4VG@@48,/9QJ9;C\L!3[VD-H M)2 "9*Y9CQ@-
,S(^_OQY!+?9//:Q9M6&'WR>NJY=)^R&RJ*J20R^QCXSS1S, MZ[*K%>WSM"L3H,>>]?H4W6B#!Y(,-F_% 8,HGG?
BVZ^^>8=-6G=,P[4*C*F MA#"9+^ILO>M)X"4^HCPJZD?_5"^4=^45><@O$ =1I0M^!06K #F.'N@\M"7%NS?
>PTIID#L$:T%,^2*K4 1*5"!!1[]JG2C,NY)\5NY^LS",8U3; M6(#3Y-_?.>?, (YQ[/@5G*G4[L8Q,)PY<^:9_*
<16KU>DEO2KUA'P0:0/VY M%@>E.MNTG5O\(F6DB ZRAPFFX7*9%KI.%)01\=]5%#/(,+R,XG@ZX78(@; O M6&?>"G-
X=?GE0IJ^S+7&, "5AGP8>"TL&0Y:7[FW2LX"-TY/.&1 B,5X&@)\ M=#=PXX9V'W

]ADH+_,@Q,4D0(XO\%#IUB(DKH/;3D@_AZA",FL@-C8:"J6M" MWF4X6,B*+R8J8Y"*
*[AM@F$II%^.F$[2*8#@R7B(@B_&L0#]{*,\2ZC92 M5$LZ!.2G$Q%W-&^W',_/081?'<$)A,PKW\>@4GR8^W0EL(>1G\[R-*
D1R0R1& MB/39A9%KKE&@
8<'"K<#.LU2"&,_A]^98SY58<$]&7S5/OD"EK&'O,=^#SBS\PX1E8I'AJI:ESDM%2:W"']^(JJNN M4QI>1Z7AU3\-
*[_@WN8LA$$W=S9K6'AO":0!W)J3D"5.,R2"KB*C \3A^SC-R ML! V*91W03D).9"%183]\+]E7A]=C>5Y&Z(T/M3"*
*(G0SGI?($_# M'T7-4LY44JB5$-?/FN?,PDJ;GA2->I)9=7H&&]^!?Q'IP6C42'PQQF99L)V6 M[%&PQ&!,R*L"]<*0*,#/.*
*(;V=QA)'V!10@4/7HF 1!H7=@. \R"$EAB0C/+I MY=,_YQZ^ZPV+8:$[X+%.9T9%L3"N[&$PE5 B(\X3#CZ94I2EJY?**
*[9F<*RK& MFG?_/4E-@[O2[CSKM,0W31C[9,ZX$A[Y@T F/%"Y2&TZD9TKKX7Q3B?2Y; M. >&:4KX)_< 9[1:Q;M2 @A-*
NX_U5O4.UN[\G'+!T0SA49$A&-YATH/(DP* MJ3#^ +(-*3:+3(;\=4J"[H78%K3UD!%43&-Y%+>3U+K1N$^,Y/CX+
(,9JPPG M<<@P C7S"\3,B(SY)=RP>;6>W@U3J8!4+:-K?^KF$_#.!)Q_EG359*;F'%=G^:)IS*^X$N_F<\R!G$01
^4=1@9:1F!V%0\['B?&QEQO%Y\FP478M/3"O=)7KAHJ$[SF(A-PM M&"!?91$_^JTQ,#XK89S1(2894:4H7Z23&[CRB
*9KFI7B,EEB&LL-+WG!LR5! MZHBQ-<(<%+U)F' -RD&J7^T_63J%Q7B\@4"VR?4'C@E\AZ-.3?B*V$)"V%(H M<<6*
*BCRA"A0B_G?YS&1IY5 ?CEQRN">7IXI3*7<8&>T?[E-R'6&Z#?QI3+6 MXM+Z??+(BY<;,8_8=&BM @#S@ O*
*T*ZF,1@6?C#W@#,7LQE%;@+<%MW]* .1*
*M6L%5"GHA1),!Z!Q5B(\8U_D@>9JZM,QF8M6]A)#A4*S9HI]"ZC"1T?.M@10P*
M3,2ML[UK9E=;O!%"S0W'Y2=DBU#D;PNQ15X(^2^GIF2TX+Q1E^^:*>;3?S, M7,\-*
X]E4NP,GH=O=Z9BZC7$,''313=6%@OOTL2M4JAKN=C/9W$1C=F"E;W0#UO?@I-:%"!7]'$8*
*MQ=V\=6N%5+X!C,LT6.W]).\F5H'Q<1T'N1547:GU8:G&(#C&A^ S8$5NM6-*EB@C7K_(KPP?SL?*
*1^&8ZXD<]'W7BJNMY?J/?G+9M7S']"RKI??ZK*TWVZ:C>^U>1V=N MSPVL@/_I]$^TL3?B(V1^< [<99;9:UD7<7Q!F?*
570^_N1"/AE0^9ZSI=$Z@=-S M@E9/=ZQV0V^V7%/W?+NM^T";;1=TW%;_C8%^RT>C=/UY&I;;MNQ^GK+ [DR
MOZU['=_76_!(QPSFR!W0;5^GLX1C:IPKA-2&@5:':\QQXM3QL7$WC<9@,1.8#B2.G M^^P]$CV 8UK@.ON:50YIM_J?D-
!I.>UWFFUW#/$-#+[X X^#H/B7-8XN]5S@ M\'(I>J%GK2\,BLRKL'0P%C!\?.CP=9UOC=%4H)AW]"CLL/-&7L"58.A-
$G8N M6QE+&2#Y#=W[!)[/!Y#9?DA]H7C0N;Q>?(E_*\BD@X]K&RW7?E,TRN(]R2J?
M+;C,>ODE3==HKW%9R{#,-2YSC8ZSQGNYAFVN=9FSSF669;C-I=>]/TOCIU,L M]E@XZ/<_|<=AI!T83+Z^*?
*<9/SD>D7[_#GM]O!!B7;,[O*F9?&]'!N<^=Y0 M+#E:AN^R31P7I35)M20:AH$F+9>\4RQ0 =VK9.F6F*
=WR^1SFV\Z"TGBR786 M=_U:OP_E?1RUPJ"F#38A9:0LIJ-!7JR6[U8<]]=I51N5_)Z5:OJ(W(68>1]
M"Z+EOU)R)=07Q2,ET&T%)H1W$3&,J&N(1EE+!'->3*51&2>#[R MPX*2[Y:7>'*
*FSLO\;/P'BQDD\Y4)^1G(CJ?.@V%VF,Z7 *V=GL\W0%H-R["V MI-W'((YM ,^#R\+3!C$$BR9 >< >&E;7,@;I:+&4%JT7O'<*
77_05W6.5&S+DOX4UX>O4JC)1$[G+F_;&W?,+.. M@O-]
*[>$WMFG:^7[JU5L3U*K8ORQ*WKLJ,9D7!%K4).].%JL!NJTWC-B:=/Y5 M2.TP2,U62_2X]J1YI&97*
*GEOKU+)%?)2R*L:"J^0ET)> M:R$O6R&O(]N4YI%7]9UD"GDI):^D+!3R>@63K)"70EY{UDG+M(SKFUNU2M6V M5-*
KO&6"6]N^'KY^UZS%P./I,^QCY4R0JU1'PA/+S0'X>1([C.A0+!CKKL%@ M>,0'_1&*
('C%GG",KJ+C$1Z3>'7'SLU&/!8&@-\TNS\HG$T>M0^/8@^K]JM/V C3_L'^+$_20#T M.1S_@';1&>I*E$"5WNT?
15N/,JGC,735@A9Q\$5L22W&5&BRAD2>,>OSUX1(%792PW:F1!536OR&F3OQW#BK
MPU]_P6U5S[14@Y:O6FTFYTWF2U%@M&FT6H\2TQ;9S$H+O(J_W[S46%2,B_??_ZZ785Z[^4@7P3.W(X!%G, M**
*:X(=C'J;NZ3"M>5I5/%T)7PAAN!>WB@^GP48LK'JBKYU+]L41I86$S40H7T,*UJ9M\,+X^BL*
MV=MG"$Y+D_2K:M..1X65$TXYX903;K].N_Q(Z3@? Y+6\PJFU>#%:V$45V$_MK\ZK>[-FRI+5?O$J8=1:&,J2[4A>6(
>CC3RP,VQ0BM[ISQP2@;')8.CLV%O MRVCMH3KWPO>Y&4JAMG45]}L+R[3K6?BEBBFK7DPYVR9W+\64[\IZ4?
#XVW_> MGPW2T?"W_P-02P,$% @ 9X-F69-V5BM^#P$ K)$0 !$!PW/DN)$O^O_Y%+ACQ[HGKM0/]$Z576UZU2BN5
MQL=GXL8&5862Z&&199(EJ?SI+Q(O GP7"8 LC4[L\:@E,I&9 (%$/G[Y'__[M916@)QPG?A3^^9M/[S]^@W
*XCQ9^^/#G;^YN#R>W)Q<7W_SO__Q?__'_''IZB MT_.+*W2%G]%DGOI/^-1/YD&4;&*,WMU^_1;]G^.;2W0[?*
*\0K#YU&\\T*ARDZ M1(]INO[IPX?GY^?WBZ4?)E&P2_![=.JE&/UT]/'H MN\-/GPX__C#[],-/1T<_??[Q_?*
<__O'S__OQXT\?/RJO1>MM[#\\INC=_%L$ M;Y&QPQ' =ZBA6C'J +L+Y>S0) G0#KR7H!B2CPX^?#S]_$F_B^>
*(PV=S+]^@["9Z_?XB>/O_4H:5 M%RH?UAXD:M&X>?Y,>3GZ^/'3A__S]9)-NW@X\,-?RWDGSW_^ '^^]Q(LY<5^*
M.1/D#SH3Y(^+5'^64_W^_NC^JA?PP-9B"E9&Y'-7FY<8*YSL+-ZJB,B:./*
*M'_!+BL/$OP_P(3R&8[JFD\.C]_+U),XD6'K)/7V9_%*3=),NO@@_X.N MEH*^^>Q\^O'''S_0OW[SG_\+*
(;JV_=4ZBE/$EOAE-*<,UB@*_G4HM'4(OSK\ M=$26W'M"[!L4%CZ.&E5_Z,>$6#:=F)!KKBL38H'!Z-]7C5NZ(EN-
*F%1]@.*S M/81_U(Y;^IVW'CPG;_U:,B%_P\>PFU(*W\D''*0)_*M6+<7/J]M?EOVLFL[13=ED')24/_G;3Z[LK.*0/?PB[?*
0<]OX/.'N1?, M-P%]{/#3^_+])LDM_,);"@->&$8I_0^2OQRO?;#9<1^0WX'>]5/<13@&=$>
M@A_N;BX:#J_W!#_N=_A!$F_CL)%V=AZJ?;"S):O*)L?(-\ MN$",&E+(_<>'/)$<^4V'"%]/P M/^G/1/"$D(O7I)?\)?*
*Y(S4O*M.QTWL96Y6O\5^*R3(YA;=$4FHL'GL!')^W MCQBGR23S_I\EWR_'D< M>N18N\7S34PXP@G8OXM-@*?*
+LK^>DE_X07+$YLX(I8:)/J+?879!.T09-921 M@]7 QT/1LN*9=WQ0;U+X4 F#J\UJ$H;DKGZ)R3WB
*MVMO2)^_"!8ZG:VK;A@_DR&0^!TP?XA_.Y_QW;W&DAH7S76%?4'C){0:,(<0Y M0HPE1(=#@BE$N4*2+7K.<\;XH]GV\?*
*EM'398;/*3OIU-9F=?R2=\.SV?7I_= M3&87TZO;R=7IR?3K]74WN3B]F9Z>*)=>+3,,*^CZ_M]61CH.DYRD9!9!BDC8-*
@(/1.#O6V+PV[+WWG;%_ZKFE5_3#DOO3=VSIL8=;(M'Y+I\N31"Q]PIM'\U\[N]#;+/P4O-F:L;/SZPTKYH_U
M^]#)7R977\YNT<45^Q"WSO;A;YO M6E-_&G(7^OYM'5K8A>KN7_UH-:RE'XWM3V^W.1-6],GD]B_GE]._M3>82]ZH
MG_-/'QOFG!!$E.+;\;.+&UMNR,?>_->'.J$"]5M7?;GFHGZ\X,79RQJ'"8:C;DIN M"?'))H;[PJ7OW?N!\D5V?
KM^FK__6)AF3AH)VO0$I=01)X\4^F\SWGK&P2T0 ML:MBZ9RJ?V^8M4^%66,O(_KVVYSL-"?<55,Y)^+O#7-
*R5#HG_.6W*6EO>,(2 M/O;(Z$1_L 454HZ:'FV8J,]%PQ+H'%)"2*7T-FMMS,C;S7V"_[DALI\]91]2 MS=\;YN>[$L-?4$",Q-*
O$&+['&;C/M;S7?5]TH[2_UZ%WX]+GH";&=^51L/<%YT_NWD%WI9!KZMHS407GZ]?RA^*#AXU/>%M
*MG@S=3^NLI[H7&F:OZ.BINJN^3:6!4.1DL:"\P7$IZXUXLDV[,&4MA8;)+GJ0 M2D*8L!?+,=2RJ"PKZ&T%&+X:91EE-*
W@>$:,G*G3/4TS_5K>$'+/0L 9+G&/MKV=ZLIO./P&^*"KF?Z@<$M_F?'+*
M_OZVGNVOY^LH)))N0&>O+]A;1U]+YM#NYT%A,THQ,> ,S%9/M_-*
*A+_*3N$'(U=L.ZZ^:&UCM@V(85V]MYKAECNSK>WU9JG\2\ MG4WUMN_6KYD_EGOIY3WM[5"U$VCI--*
UMWFV8[O+\S:QF]&VVK54?WV[6:X:G MZ@4JEH[8]A5]WV B/%[,HJH2X:K[F+N!&]99;4YJSDA2^4.<040Y5(X<=37&
MC$N41G7%RF]'DNE5"\[Q\R!Z+ELP_99E>\H-ZZX816BY[JCC'UBH6FG!VYH: M$PZ#,QB&IA57],"
*[0V%X6X,]DR=V=Y#O3J9A_90XQ*L2+=[,,^L+0CF>2O_. M+\,088X7> $*
'!DJ!_]FH[#63^!DX(9%5Y(+7;WHM#.SZC'.'Q(,(C_,L"5H M_"]C\FV]FENO,F!'X\=KNAM!OPL_W798A"VH-
:RLDN+YFI6EA/Y86)@.B<28 M;PO%_$)1SHW)?;1)E:E.VF9-&!VA84$5W?#M%I1Z/GK AK;$DK<,!,OGIQ+%
M.?/FCTSM9TGJK^!&-0VA<Y]F)KGHF&Y%GWP M+4]6/;@$S(K=4++1+\A\@!E&5&>9=(-*
XEPCA>VWM6U^"Q7'DW11W-Q.LE?X M16[R[,6++FNWQRCU;_-/15]_NZU4'L>.X0PH[W-^4&,H;=5YV35W3E9=4VC*
*M-*RZ'2H)6JRZN[=51QN607W>.X*\-E-*QP^TB(QO/-/3Z42NK(M>_Q)H[6\!\Z\@>RXRRE%,_^ L>'H1?'T7,;I0=Q+-*
\%XH?\ M'T2:3W^"-I1'M/73[\KI=A:GV#E,)' K@W[V:&?XE51@-;=JGY73JF>9<%O*
*MCS.X5>LI52IHP'@H2%+.=R9D4:C*9DSU(C2\YISA'!IR%^9+2=A>3OWZ8K18 M9B8&*
<#&;NX/PMYSCKH3''2W56YDE$$^A#)HZZYKOIJ6]2.C%.:YS1%1\Z([MIDNPD'?BO?)]=R*TQ0G>2:*
[=B%H4M@DLMUZJ=F^[FZM&&-F=)]DE-7?B[0"I MNI.@.]-U)[&*;J34"5ONF5;PF[NS';N38=*
[704TY6Y{6RT1)WM9$;&Q{3Y6 M]>;8SANKYX[#\Z<3?P*+QH+H.NG!#MYV$NY"8S2'<?)VXGF" _D3D)WI#[(*
M==)P,KWAS[QNFTP+4@->/.JST'M=RMK0WMLAX@YS",+QY!IYL:K_$ >JS. MUV#RC&V*#>XWY@8X*

QV#'>>S,TB#/.X.Z^(]5!KC>&Q=V!JI.-VF$A>=L=WCE+XU#T#K7/QC2Y-M\YC#JSEQ2J@,BN1@B@3^KKP5/M5*,7.B
MYQ[JRFQQ2X7?_$\^Q2_]\>)X2_9(>I>1EYH<;SN]:D2]"9Z_?XB>/BRPSS1+_M?L@42O[Q/ZPV;K)8D"617$?
D0AO\7W]]$BWRS#<\|)3=BW >Q>N(G0CT&S^! M@'>|K>6[_JW!EK-ZIHI(UE:%1=3ZM<$$8JYLN'^!$.\"
<,FE^1#21) MKG Z7$:[)=@D1@P?, M?/5=1^(03<.#0Z_(L@AB+\O<3LJE<1>G?<0H.W(<0SJ>,$GN)KH#9HQ=R
M/US%0AF.GY&9&)3+64QVBT<\#:?%7#1.@E<503F$X,6&A7R3)!B]-.Y!?03X7 M/V+SDLAIIP;-T3U3O'UR4T[V!5S
M[E3-Z-MMA1@??5CUJL[].D5HSPUG0@BK\7@K?_R+3Y0:SQ^WE_@)!Y,7OVJ? M;/GR\,)=A&NB;,K14>TF5O?
&_GVUC7?<_H0-VT*U.ZH:0?N9'+WDSY#)+1*T MZ9_O0C_-BVN2\F"+X)+|\'?L5>UU'L0'.Y+ MR$7PMR>!E[
JEZHE7O/&8&*<8G(%F?L\;6,=8/K9A8O)"FX?_](J.W/RM'IU MV)WJOGE#N<]O*/1_^)=W T={DMUCZC8OXV,-ICJ%
<4A2);<++_L-&-_)N7K" M_E1[?NU*9?@K'WR5M2*5/3GL_4'#:"%7/)S%2F;X)3T.BE?SW=\?3$2Z04Z7 M?
Z,+)YW&]!.I,0*KGQ]NECRYX8,C=[I45GZMZ[?%BX,)I5>B%8O5RG];^VGU M(CFXDU
$)9NLW.KGG7J>3\C8,61L+O#+?^%MCMGJYTQ;V-(@*DE0GBZI&4C- MHZJMK"N5_;L^\0O!>10OL0_A[N0B9+
<&2PZ.LI$&4]M%.(J9L)[!]R*4=X43 M;^VG7M#@;M^!P""7>;^9C=!=D.L.NHJGAYV*V1%976;'W]B1$OI.L9KSU^<
MXB6.8UF=)0I.:B7J2&RT03JX49_[3UV#=?+U47DFF-]_&N&XU6%>"U?'DRX MXTU"S(4D.<7)//;7_+9-JS*GRVL%>
JS)\N] :,CO-5IAF0'3O,^7/CU$&@+E M8AI?Q]&3'Q8"$8V/CRTN15W1V@7X>A//'R'/;N>H5 ,MPV;F[#F:/4:;Q L7
MLV>R*K:5(Y?>4+K1&.T>?T6^:2)"\(2_1F'Z6!E/V96,X4F[VH :N?G.OHI#]K-A@U2NGS6O#>?HDQL8MA/\@#^!NO2
;49:U"JFJ M51Z^EF\;GH@;[*_N-W""7(ODHG(*H;%H#?\D]\"[OUU[A?UVES>=IMEQ;SG< MTPJ*WOGU_<,
(]ZD"U/'D^0%TBW\?+F[CQ7_S@Y"9<&7Y\ZK(3>FSPYV[N5TM MM^?-
YYO5AE;IT53);_[0BZCQW@9Q7CFO52=RD9H#^=='$O=O"9/3D$E;^?PH MMK-KLL/._;47B*VHQ?95?&? ZS@-
)5$X!+@">J]I9V+X_BR\OE94)@&VXK-X1]GF31XE-L060P M8676=RX{C%=&\7+O5HNW$ZD!P\\L:OP0ASJRIEVBI?
^O+*2K,6+@]>#U:0W M:(_L;0Q3R35FGAM+WRHC#G4-Q1%A,MW#8"'.=.DC)U%6= M2W6OC"H67!FUCC:],D
ARQN5V!3]^H(+J62 MSSK(YCQ.\XYW5A-C#*8JGD!?8SFK3XPAP>O:BZU6^.8[T
M>69[MT^BUYXW;!.T[ZY3=\YWH#)@Z@9/?,ER81M-\KI7S J2Q*DB!/E7)@#Y MQ_]0&
L@"THCKTOB:X4^!1Y0F#P\Q16&:+I<8 MMO')"K19MNP;WAA728C(,E4>>(% 5@N_+F$/[A3X<@.5$=0B=%,?
_#8UR:?VYYL,&M&(Z.JISK_*1OL&:JWQON],JG<[(M4'6?
5L73(\NLZ0C[IJQ/[A[.179DHO=)%%+CARQ:2/<^JE+72+@;P?VTW)BI M[(263\5H?TDU-M (O.D[QC34^[G "H[!7,%]-
^XIO M:\/MW_?$A%4:H^7ASV1$W$Z,GN>**T M>:VUUOS>@-Y!ANJ9R]>KO='5OS.
<4T3V!+KV_,5%R$MLJ]$B=WAQR.A*%L:L M#IPHS_Q&+&?ME6-RNH8A#1#00.AN6>P#L3BV4KLB$)@0H++:?
W="^W=F%PL8 MK.8/%<<9TLN' M/J?VS8I:L%KG>5V6IY5-,%FG[R*TLA()_(A*'ZP*L-4\/.\WD5A") M^P+3=_VB;7C)=
($TV=?!!T%YO72[-T=FOK:H M<"2:]IECIQD:R0C](9/TEGY:TH>'#*5/.\+:*C/JGMC#!GQ;?O5U+YBV#H]"_P' M
+&BC=MO\!S[3QQ7@UN99,R_1O>E=FCK=T>6NMPZF^9X6TZ@YLNW.:+AJ3_&
M(2T(JX*L7595%X@6+SCN*YEB,})])DDZ]U"LWJ!H?-UV@Z0?^/I_A@SJ[;$7
MUB#F53TZV)=2UAB^KM%+]?.F*US6ZSAZ-B0?;9.910["K8W>!W%95];U9/C6M8-M]+Z=\9K\'?.P_J9)F%5 M6-
_TXR&;9F6OY/'Q-YRMYR6/.4BD0L\/_1?*DU7&8"^:QGV9Y&M@:=D8_A*+'.92ME!6)=:/A/CI>4468_6TD$882]->:!P=&
MLI';298,7&7R5SX_H*>]7MW]M=P+MS@+,I8T3.Q.9U2!#;E1?/52,"+:@91U-MH32*O5442O"#?
1I*KEMLJC4OFW9W%!,K*_IL-SX^J$<)V((,8K)0&K*GRY[=_M/QM6KZA4X5^I_6?:)&T:;O 23HX?
5BZ@K*M@7>]G$]P]X.&;"=!5QE))I)E^$2EKWZH$_M;O7**!P%5;BBL^=H%_=KR=L#E]YE<
OBA%7/WW8Y0[M2L5K25A;ZK7QL!(FK M^9LE](4I6#U*4AIO\D!S,,HM*/K)'%.\WUU[8SCDQ5(VD+CA)Q2+!VJI6$%(
M37)(VU=-YURTK0KF*C390XB[B{TT_+PCWGZX^N!2)(\^/&')B.MQ;NF^PDJ-MIW1[0,
<6;PW:R:151\T6+PQH8/I/T!8F\-C-J5: BH>-1YSJCLTL0G1:+##9 M_?WAZLQD4%$_7S@D'ST@"H=,8Z9+7ZK[YW/).?
9E=8#E $(VSDAQ.$KEK%)* M'TI#%FA"-R3-&"%F%+=2X]]>.G\4F(.ZL5+US70G.)(TC,Y-PW8F8SIAV9O_
M^A"30185_IBJIX;OW)#MM$T5@K6OC.H&[^-$[3W;(%9[F;(NEL7.%G^I=J MU.8V[XY2- ,@3#5TADO**< 4-
RS1FA>&3N32 '%K?$B5CSO.%(=L]9KTW7Z"/=4CMT@<A^YJ<%!V7I(V-+7TA/O#C>DG52ETO?[MUQYCOF^X55M[/?
FM8IOMWG5\OIP3V\@+1+K8?)/?INN?W3^W1+/K53G[#+T,,$C*^-M=>\,'O3E/KA9-/->_N:GC_#=D4U2"R:U
M<-9T)K>W'PG-T)7+]$M<#2!F8Z0Q=4*IA7JH?GX43@;;=&JZO$M8M\867H7\ M&R.(2I>O'BUJ2/9-
MNJRO,8=P\U&!C'LJ2,V7%@]$YP6JF+_*-L_U:5T=N-UG 5]QP$-.O!3F/V M;!_QP:"1Z;"P(R;E?
ZK=6(T.87C=WX4Q]@((1'TAU $ZO?.8:K@/0*7]VP%M7%*<0+@#_+IQ+=?MFZ;-CP6"6_Q%5A56F2_-[XYF-_M^]MQ
MOR{QP9N@.&3)P$[']PA/[K;QYK^R@H M.:?UOP^;,Z<9-G5)RD?8W"ZV^H4AP[F%G?[F]JZI"V#-.\,MHLRS MJ-
<$L"/A@K6E FCBZGS{74B,I#R[["3L3&M$5[]V^VKS>\/%?AXAN"WOHC1? MT2>WA76
PO].IP94IP'XJFL:*)MCGB*%E(*TA7*5N(98^-M4_%J@!B3!M&
MQUOUH=H;1D^BP^V6/'OS%*^CQ*],2'R_5/B#5UEJ3^BBS*JIG)/32V4^^K]^*O-JM)&&Y@_M,61_!.>76%6=ZC-
WHFS:J;19KG27U4;@#:'=(K?+ZLK M;LG&X\5^5('E7_[WZ0LZH2'FR7UTU?_FE[KV\NR":S(M8N<[7-(J'R(\<*'_':>E5D=
ME=SI?;=-/O!Z$Y/EF&"9%GU"&X_$:R].M[!$2T_*W=X='IU"Y$Q7>:H+SPU?
M4*>>Q7494Y7/CPJ:HBFILOZ=TN],9F='5M73)>GH1"O_IT!O]OU
M.L"L1PKX(EQ$Q\>A.U5#ZWO)MJTB\95]'[HGA?,RYS+132&JK#!16
M/>T49__LA5KR/L=E*_95J'UT#)M,\WXR;&LJ'LS_F6*7LH*_*D=6Q=/#V\1? MR0=&C%N&[R-^^1>?
['"D+K6M=4ON1F/@OC0-*7W:,V/+DRXI9=LM3[J,@%5; MJ-Z*^5)<4]UH.#4UB5+/X4"LM#5S#{CUKG)G*6$
S[VDW&ZO>7!L<'VYI,&Z M=,3FE_?O[DK_AZ>#,YEJ^TR9&F)DBNH8YA!.Y.DF32 9"U+J.X/XKD9W:OZ=
M^P&.3[P4/T1QWK2N>FIP**!9-)F3 R#&+4KU=WO7D>ZY"<&0N,![5EVC5?GH
M.+V+.W82[T;+L%%2S$XM9Z@"!V*7UTV'>!8+>AOS@IUS]-J^.K+-?J>]V7@W MF,
(V3KW>N{1+5E\8F6K;NZF50\L)UE[U>$[/2M$9(TPK8N6ECYF^097A"XGB M@"]TZEW>'$5Z;B[T<8/!.2
VU+J&JCL2V:NR@S,O#K:T4J!Z(^Q/=P2H-XW[M15*U8=0!C)BC[!9!N\+Q YFT+W'TG#X"PUY8;:F7/SW&/EN??
OCTN6N?+>7=_MX5*^HA!OV24"*K3J@<,K'AZ,^=S6J)?1*<85,N]$83%3NO*CU4>O/ MF,:&R*H1J1U8=C87GC%M-
2A%A=+P/_'6?NH%;,(_3=^P@MR$3C?I)L8BXK$ M4E.B![DQQ&):=KNJ>V-8XSVY]GS0;3\LY$ZDAO/^*.6R4'\T"1=?
O90FITZ7 MNWB"=J8S?/SM(ER3#?42;NB?:@^:NC>,EP5&2=*RAGFIU3"7;2D[J)G&!%TO MXXA?
_$]*S/4R1JL>'=AGHB$E MURRFJJ>'_8[NFQV#]\V.P2IG3Z[YUU'==^:8D]&DJ;'"HZ9D]Z:W!A/G"PZ) MI@-
B&TP6*Z)]MI4\85X646LOM7O7\([SO&,YYK MPN)DKRI%(IE%QQCN\N(R6PL+;VT8.Y16"R4/[&S+L%>+ZS')T6P*[*<_%
M,C^(<6>)O[K?Q D6K9)+LZZN8_SD$],CTOE5>E*N(U8/=?:2DI7DD]5U26S#%OM_=]J#[J9-^Y[^"W4'I-9_,5>2
MMZL1\"(WD(^R7.+*8\8Q$X8__[]BVAP/)Y?!O/KF4?+4:'Q%#59_Y>.#KEIE M"=1Z@\J?'3[\OPK/>
'=8AK>0&PRYKD5R5T8W4.T';0\K:OU:\/7^9,#(5KA$BB&NB<'3@AAGC8:Z1-[;VW61]GS(XNGMD@05_FM
MVD,N6]W8[OC39Y21?;8]*R+Y7\"D&* >LV1TIU_!S'NY6$". 4 %4E3H^BMS MU?,#XR@TN;[UAX9&F=5+8FI-
Q[HW;,#N$T,;^RR/EE],R3[P5V*-E^?0U;[A M="%S5]H-7D-^JD ;/HTVG (OZ
M^H#I$W6I;LJ/M;O0KE3&@A/8="Y4/F[.U)/12-ZEKR(0H)1N-T?3^Q-UM$&+_MMJ]9F/&<_*9L;ZYZ+PF-X/HQ M"JM#?
X5'AKNZ]&M#?-G0IL(8>>,A:9IC#T=5>80Y^_-@4\/\K.2RVR[9M/+Q M08L/_93E>
(:T&0^96QQ"UE>6*=I@'>U&8\^C5DU?D^E1AMMUZMNJK>_^_"^6 M,$PEJMI==B5C'QOG.=H)&4<^/GP 2+]
UA^N#2\-=]/4$TRF]ZD'?< N0I'E M *799??EJCMG9WH#7K89C^(H;>B77/KP>,#N1&X;>+!3-<&M0J -="#B^>&8P
MTLS?5W/S+#RZ?Q[!:]YOAFYU6C5S?>,^BP..$SLPWU'D.:H,5NY&903I]#V-_M_W:X1D8&&0>^_UVM)?
V_&AX>62ATA{)W81_-6GN_&Q-N6[CX87T+%^WOIK.=_M:#XF!$H2ZK("VZZTDKW\P3%
WM3G/8ZIOE3U%%;::MI#X_WJJ]XWT;E0E.$G M-$

P(W8T_Q)E,VCGK:A,LC:2FUSNZL(OPQ[+K2]S?'4F,YP70<)P06WF1MH2KNQ,=3 /F&9_QQ!!J/JPN,)?HS!]K&Q]U)6<
M\9(_?*Y!=57[ZL>M=%*:,%7/EY4MHBN?M9ZS 22TW8)FBC/CRMGK]XXJWW%])9/
M=!4JW;ZKU5OQY!AN[W4WO<)CID]QCUQSYOX:3F6VX[*VA+-(.)IY^UP5I[-R MZ^M!;4#/)%Z3&])-3:Q%>6)D:!8
M%R*EQ%,0#CSJS2/WR,N:?CJMWAN)/Z0IU%OU]/ I)<=;I8OH>4QSA>?;.LC+ M%F^.,2EH]Q2@
3LAE&!F7S:D[]2_8WI_8?<$P*2'7K.079JAI#1F478B85B"
M,G55[Y,U3X^MXP3O>=UTY>U*9;C(@/\0TI]\,"WBO#6"I;5[>53N*F+ZX&=6 M/[2#5TI]:U3BE+G+>GK;+ U]2LO"
(XW"3E@"Y@654_M7U 5=A'P.\'/IJ.B&FW3S7D><9*&F_1F$])% M4OU=5#QI]<,]2U)_!9#%U/*"O&"XRB.HV?
R!.!;E&>Q];$T)(9KC.F*4&*[M8%ZP-K0):S^R\C3OPMC[40[X#0LX"L$D:]^'?5]V6&ML5F*,H\9B&> M2L=HRS=-
AR#*^D4R\(7Z8, ^N;X^Z#F(W]U@?BL.[T,K<8+4Y$VW>'(,++?-/ M-
]VO&UX:!O*WICO2#N\/O[Z4QG/U_5WKWAB)H[QS&^J=R8P&H:/1-U7Y_'!S M1L$UR.$3XT< 2G["63Y;=1I@E@Q'[-7I
MW7ZCR1'C)-K$U?<-F?@H0BW_$]P'XN$X"C"3F@C]_/S\G@H.,A]]_/CY_SY M R7XS7]*0N@7((4HK?
_O/SYD@XZ3_123<_1R4!E,HA9>1L\X9C_YQ*+I.IDP M^""E"?%+)E)N(>(\7" ! .((,L'^@2@;OR45J@N*J2!:YO24'"!>
MG&1;,2#BE;?"S"CON!J " (JZ!=&Q_HGT8]M=08D[[989EY8/4%FDIYX<;PE MQPVU9J59NZL@"U[RS'JA_2>,@G V#/)2-.
<#H2<8 "W)4.S']_LH,%]P5%"% M/)JD2 R *&$$0[?]U%.=87F9_7 @6Q9A&>R6)!GP!N6>L'_]=> 7]5QUAA! MQ"D>
(83:((J.Z'+.K,#"X0W"KB=13S?FC$.#D!0SS>]I\EC?0!HL11%",^ MP#X*6#)U0TI9&^Q5D@
ZSB,GBRA=8G()R@BEJ!.(R>:1NB@Z%K3R"W7"!L9W;XBC>3N#2;6 MBK7KA-@XSE;K(-IB?(OC)W)%+K_12Z
!&O).Z!FA_AW\9%=1^G><\J[B_^(I MH)02>RD/7F#+12)Y171<\)5P8%OI/0%VR7,IVI*M/./X +'([IO*RWQT5.\4 MX4J8
LA3]1Y*O7M,[YLPEIPAS& 9AG%(L;PQPNO\$4]#G]ME:_WQ<1 9"/W" MAAK(E6E$;'4-\.8W:+(DOZ4" JZ7?
5]S39\>^2U1]^)S2+A]]-?@?>HC*(Q& MK?S<;@QV,9'\[/;Z^@"]2R@'W[X2^64\ >1DPR$V'F(#DGL<'9+LJ'Q0=G@C
M.2R"<0=:ZZTSM;J[<&@NZ5W5MZ8Z.@L7? D)VLACQ,D.R%W1:^JR)\\CNH"D M,Y_>';P4W>)U2C]5]/GC
8)0UF]4I24[KLJ?NNVB^RTJW9G94<3YU%1]@.04 M<69ST0(G6E<3!_OHA\BF4!H]Z_FOY8Q20?
=>0+==9UNK&3EN4R].N23'^,$/ MPR&$40HLY8]_\/6YK3 S667=U>TC>.)U=(:N)C^C7X"P=2/'CGSJ
ML5\GI#/IE!RLHUZ6:B;- 6)$#Q EBXZ<&:8&I=(N(UE9'HJHQR[#ED<^'0J] MX[*ZV42ZG)Z7?5,_^AZ,(TBWL*FFPO45-
>CJF.I*#:6KW?J2UO8B[>F[8I:] MSZX!"W8-8(<=LUH3?B%BG9<2],2OAN3"%$MNY*6)\&,W+CZ,SAJO3/S&).Y) M7%?
B&CU=HHP+_@SEXQ6JJMWM>DU^5%;2S>W='\BA%;* R^>#'S[^*%;?LY\^
M/N)@@991C+"XCZ;>"UC"KBRN5O7&+,=X ;4N6?.V/NJ#&R%Z%XO4Y5 MV(!P:^-#U@9;#Y <&U8)&]V-
8TK"O=/OXGA+6])2[/8^.\D!HG1 &+8G_$)) MVC^@S8FCG;R<+&QW3!YRS#()'0EVBMVDWB
:!3&B:'L+9@Z(>E_)LEW:2/7HCTEUSE/6M1E/[NB5Q\1, I.@F/&! E*)7" M62P31GN,
F+/):P#PE64XI+JT*YB49K$]B!T$"6TOR+ETJ^LY]/(LETPWZ9+ MCA ^C>GVV,.[+ U>3A%R12E-
1ZYEEOE#50A"'4&9Y*Y2/D4!?5]WLDQ]%02=NH>-2:/. MS3 B*5T!R)BQ%UR$"_SR7WC;KW2 $T.4&B+D1L]_266
,R&8KU.Z-.#C/ ^B MYXMP&<4K#@#%JOYI'G37$SCO-A?.#G!MPGZP)&,B/QL4_L#RZ7FN.%@A]X'- M3$]'FA
GGN+NH3LBC(64P> /=#A$QT.9';;G"BAU>L'9OUFO PZR5J&2& > MQ@9>3;HXK)\=?3-^SJ-XB?
V4V*ZR0>$(LGL4KL@WQV,PKUF5/S)5AO@!E@]? M>PQ9B_H6>&80'*^8Z'8&$;Z\'E+LY[E.6( ]$X,\2W,=!8IX,,XK+RQ)
[-F M95(X*[JL(RFL1[LC4>,SR("O?I)^^\OW.F+1Q,YNHNS>FJ68,I){(DG)-3QA MXH@OT'4U*Q2_,1$1^*
[ELN9\^R#DH/8R$SKW]AFS5+69LS/"='"UI3S3 $S,_] M)YMET0'\>,0N1=%T+I>4#F"FKB6$GK[*15?B979(YFD_/KI
M0%*!X7Z*DWGLKWG@FK?E(WM#(EP'?:_=8B"DC$3W&CH67 ;4T9Q&/^SK0%W/ MQ]F\UXXPV
M"=G/9\]D;]A6"M\MG)5S8I/A4,K'0RD=,$NQ96M@+61?DT'M>]YM"_G'X06 MXR
V4.V$6\^'<")\SI[],,@:;VNTYYNDV[^J3,/!;RI]A<[-\/=6EZMHZL"; MS+RD@ 74 7:6E]&OC. ^"*$NH^KYL"K)SQ'<
MYEB^(OM9<=\: +>(F$\=RCVC\)#_TQE*D07I@K:"N3G++$B8VR@424,BZ1/[MIU,XI:Q+Y"V4E ,*S]UZ0>X*_-.
[#\@NGW2])&;4D22/&'WT2S8".@N)6ACZ MHO7KO26)B\$O<"%[4OXUL=#G_C]PBT/;KN-'SV6K#T(KVA;9,'2?]>Y1 B/9
M/?#L2!L(1Z,F):&.%/+T7"12TA'V4$C=I=IZ/@<$4>:5+:PWNGV$;$\,1_;C M)!T2);N7X'PQMT#*EL-
0N+E]E;>0Z7JF(F9/M$G=6QF5T&R=C#;GL4\KO7ZU M;_> ."4&).**(0_)OG4(@QZ@;%AT20$]^<".8M#+)GMV>!.-3
MK+H&)P\/,4VH(-;_4 =;@,2,P@IP'J^@'-I=1Z$QG>12>!2$OWHOT!E(X1^Q,&RU^]E>,(T%3?;2]-'8AVOO"U,)0?8 M
8I%$@760M9V)18;H<>S_E7/$A\CPP_IQC@,,Q^"ILO^"C!(":3RX3.P7O# M<-8N/A#\/HF><-PS#X'2<)@^?>;%D),#M?
4B3=Z?=\T\X+0@<,O.VP.:_S+? M"R$T%SNQLYA9)6!B\XOL -WOCV3*A:-RCAQ=)O)F<\ZHGI.O>T.+<6A[@,RH
M_N+YX3$FEP ||UYLWBX4%GC_!.6^ 5R0F:=\0 >25ZDM]4/X2N\S%9HF$5 MM%O1!%.+I>PGB0*D#[LDD;US$BX8
(BRB?;-&Y4# ';5/4/7X2 GB@?'WJM-JA1?4S\!++5D.7,3>L9.T+J;;+)DN$M>.;JI]%13CEW0)O MB (XOIF9L[?0HT&,A&
HB2.WWZ*KDRRH'XJ^(;(1(XJIP.KE1=O82.74BL8$3>W$Z:: MLG""=9/FAMS'_!
OQ$U>N06>XJ4_W[UU.U\"@C"2/H)WZF68$[>.=VQ>/LTE MK$BT8.3V4"#%H=-RUARY=T0'^QY@=+)UO2/PN3XL.
[BB@N^Q(YXH_798*O$(M(]*3P>(B'K6W4Z."[F7S)V=J8B % M)PQ+H*M>2*7SJH*M/(NF]W X?HFB!0 M%X:O M?
5T^C3?>#%G6X11>X11\";0>=H$7Q]L[PI\"AL0-61]W+J#!*?-FB"%@;W\' MHR __%:I]\]&VE^950L+!*?NV@V3546
,QZ.]X^ M8IP*N" -3S+; L*%ZCSJZ0"N@1M-5)A)T7LR 085S*$<$]FRD9!'M"!),AA
MZ1CTG(\R3',PGIPO1!E#$PEDE<,Y5,;('EVYYI*2HIE^DIDS#U%WZP@8:L63XY,-"K,Z)*
M5JN)8J(Y:AIH6CCMTZJ3T.H6PFM=9>W\=+G$8)BRAX6HZ/5D97[$R0/& M#Z%O]WPP*QM?C$*F#&U D$6,[AZ)I%?/-
$$;AW^7,(? M['51$+3 <2?ABM4*VE[-%+3[SP&'=KJ)",7&.!/4@58YW(_!"%N>Q=!L0S]\(,B,>NZ3H: M]?*/1U$KY+R>
<;O5H-2G@5Q.RWN,0 M+WW[]K5Q^30@GS8SZ"CMY79SG^!_;L Z>B+_,R/O=#&+<@Y_2111J@C([HDD
M08T(K@S64CQ)7C&[21^C&(!I[]"9E!*I@?PI 24)T"!S? -U#3HJ. M,42'ZJ3B2W^)T3MRLFZQ%R?
6*XFSO(9R/_/9RSS8+/ "P AA/C8I3[O-HZZ9 MS ZI<$LCP0R# U+8@9>*J&V#IHD,I]\!^FV%+'U!C_X$+KMGMC1HM_A
MDHS&$%N)U9Z-Y[C5H4&9^9=3UN801F&OO$@=9Z .AP9ESF6K?UQ1YL\"P),:OG-7)R*9B:V="_%47P[T!A!SPM$CA/
MT4T10^\=!51C?"'.&,\3_58KNG9I%'4].)AX%R'Y$NAFF-"LG]FC%W(+6X(> M#0W2P2="895G**6$V0S"0_([>@
/VZIO!O:0@5)1*+HWZ!YN=%>/^E&F/8?0 M'Q!\FA#9%R#_>>]=$W!$C00$!DMM[I7S@W3!91DO?
*,K+%Y1P]J*5JR#DN[MW3NI@KQ Q?*YC+C]K/9X'<']1 Y,4/0F2\!Z+6G+.P$#4,9+OC+=9TW8% M_., 1=!?
\^:=Z!W3B_W ?$]L6:77J2T/G3($N)=N\3JE5SWT^>,.!@F#&J]>1 MO3V&]==UXR2^P0GVXCFT@CG%3SB(*"84+[?
M6R!'"*=.XA4);U/*Z+!@Q+:*. MYE(NI]6PI.X9N_1#?$&^OYVOCKE(\Z7NY[,;338D E]MC'5)#OT"!!&E:#= M;$@,=44-
(8O,R=7+=WK54.=+=YR531L1HJX(R69-/C7@>^V\4(OE)ZD_]P*D M0%A95W\]/[O5>4J4BV%XX7W!(+D@!.2DFBY4?
\C2,)]RO!1BG2@\(G:ZKYE^& MY5)G2A7.TXCOFU"*&[5YQAQ5#E1A6\O&M\LH3KQ R3*=+/ZQ89DC OOZ.HJI
M:9RFL7^_HO-.[VZ)WX'?^%I#&5N5-<4,&C)W:!P"-)V+SGF)!&W:BK!A*(^>R#5*G*[Y$3MNXX-"N7%IKC_1F
G!,L=,.B%#;. MVGERL\KGY@MY^2*$[L3)AYEFO%EI;GYLN!UO\'.-% I # M)A.K!%TFE 8]{RYGR+APN2Y@BH3PX?
E524.0V1Z%(9[3H^[93Q_I\Y5I1%8O M((\[!0+$+''+*'R@5Y(8PS["K[@"MUW\E96)]KQM2MRU!@E&A-IKU[J--FC/$'
(QE1\. M[%#H=QG-GXM9_Q=&W=GEU(*(NKU9>>2)'D=N#CRC-31*0G.+&IJ!*OFTK.O7 M5&UF6?
MEE7NCTV5=A4#24")P'L5+[*<;.LX%=[K7*=!B$"-I6T&@L)S5*;W- MQ"Y]682J!,RAQ,>OZ:9!S%96!".5;=_3
;"XTZ6BKUY]N@+R4\2S&=5 &35< ME7\K($;Z2VX >GE_&KK-]4I#ERUG>)\21TGH_?G7_,":$ XZ;^8SWD0V6_>V
MHM5Y:FKV67G6V1X)K,:%=*E=!/44](Y"MP$C'6%O>0&@P]N%29FJ&\"*RL9H M/P4KUOHWSML %?
KF)T4F@B(VO8LFY:FI$^?:Y'HJKOU W\> MA3]#Y];ML1=V;-&9VQ@X5<3((J"[#U(()U^1>S?X]8;T)0[F9"'+X9['EV
MQ-' 8.>&VB40\SS6:-V2,"9,(VB^;8GH"INLUW'TA!!Z@ ME32Z6R\@=\>5\]F$.-I45
M'HB@9;6[EJ/VY#+=K&R0]B]&)6MA9#A-:++6R^)GVF:B(B)+#PYRZ<"R!=CH M6[0P>6H#Y^Q8!K&4%FUO,
[A#8%WV#V2G/CT6EZ#*)QA!3(+U0(27/,+_!PV1 M@4$W-V3@V)^3P>$/DW"A_T)YLFL@C5
Y0+2B1R%V@+)Q$'L$(O&Y7ZIOO"K= MJ.%26BM':V8.6.4,5M7$6E1+K= 'DL?H.80/-B$7!5D4E57=O"I5E83X#*VH

M(2![C6GA-J-Z]C=W[H>P2G7(TCNR@EGE!5Z_K+I.6,)WL3E@:*#)Q>_OO_\"1VBWW_W_OL? M]D6-?/V!7AU)*
*(U)D!5IV(QJ4AW]4I>-3A*C#!MJK%;-W9C)DN_9#ES00I38-M?@F1+]%2)1EMI)5U:^.8(8D$WB=6$HVB#A?*
*ZSEKW,=:RI@#4HJ+<_5:TJJ&L-MYEH:(D_3RY)9%#1&;?W:?;9:!]$6XULSKQ^+'D3/^9R*M54,:WKV7D3@3[)V-*
P96[W\K,D@NHSD[G_]%G60V"@<[$&0/1+*-H\)%@]+I-6PJ52:I-M(.PB<602YC-"^B"BP+T2$CWRV1VN@$Z,"50
*CBZ3RDU8I%=-9YPL%C/5AD1D-M:]$Q0H:FB+R;E0!"7F-(98(T%A.68,=;B1*P4YBC[3@H>S2OY[>C6*UT4Z@@-M\)*
*<8O?.91WO$3>=W3#+>NRSPWYSB2U-_\O=E5XG:5_@Y*SZZCJ.0_#AG(:'K*
M/#G6_:_9CK182A@#\@2(=\U1C"^HNI)'WG?A>;:?%!FF6D9H!-F#H%_X?QV$-MDK*2^,EB09Y)3LB/TW@6/7?*
N0>G9N],0[YX>I.X#S-M.@!FZ"=E&68Z&V(_!6T)-AU&X:$;P&GF;5)ZN%SP!BO3I8(21\0GW)YOP@5>-M_,V+J3N>
*(C.*I\$AV[-=C]{KI;+/"RB)[-6'2\H,>N;:WZ-MRDU%V(6,P?^:6#}3)[N+#0$TK_'^34/I;5CF6KG:]FN+?*
82SY\AX\9::8_AWVFWY.=I36=7U>/3QR%KFE1#C!C_X8"/33@WF_M-N;(,>
*(/K$=8*XRAT&EUJ/RZW=H*\!]OG<,+8E*2>P7-;X*
M+Q9U.!.AV(PIGX1Q'L5%KZC246(2!#P@6=7(B1X#QUMHGF(D5;LQ08;FPY#/-M$$8%-#_R]{^XL4/N3;Q@?
*GL9E*8=$W@&L>W.FP*Q6:09)2?0-MX1K'BZ;^:3S37F*"?N2H\^Q^V>0$#33;N+I6R-M2?^8@TW+O&RY,*
[#=_%D[T60:0A0^1?"Q-+W^OPD0=WI[2KP:4X>K9(D"@]+-MI+(?)O2?R*(@5RZ6L-%?$$X129+*
](4)0P;V;C;S>NY=5PY]V:)FN78:)90&&-MFN+ERS-/E?)W!Q4@-D5NZ]09/;G"FH5\<.LX<:T-'"MW>XTV)S57L2E;5ILM
MU91D7[T>2CX'8X7-[K18>\DO57$?/27<"9(U@6QTS7M+LN"4[MFO0"-JN8HI
MM3B"B7.AG<(F2ZL\2NMLT3NV[U@OP3C%2S\$N10O,Z'%W<_Q5R^=/]++;2\$+
*MW;4C!ALPYUPG0QX(SWN,Q*C:0P?"!0_[B72/_P%]B:,D@;7T>E2E==[@^M)=-M]%1?6.AK)?0UU_2USO0E7(-_2-*
*#U=?:OKYT6*8_MM&!0.)%,14YARA]MP.D-_^5K+%-N.B.[IWOSRD)6F[%-MV9MQOB(S0@YSU4M-09.>"U@.6@9V*
M]PJTH'-NH-V:["VZ%J[PL_T+]V!$*IBD@=L,4-B\S-[P'XAM0U!6P41>79R-MN^1D^,WOC]{_-&-8@8N[?HU:U*
BL@$CK=9>OC[-B@<(&=WTMRO]OWFK]{X4X-M[-ZKIOUGHL?NY8#603VS/8[W#NZYRRL$#T0[8H?
[MSEYM'@KER/(J/_D"%$Z-MI,QO6&.2'OG#+,%3H<=:J[B:0#$E2S%C-
*2^0BU:/T'RS;XM*H#%67O7J.2O;]]C[*:''84M26?.GU$.O20"9?LO7#\"[R[5>=,#(!@-M!*V5JN7X/NR3?*
+CMIZ/[F9]VK@"A[X+9^NGHW?VW0@AK7C\3G&N-E&[9;T:!&-M2T_(!6I+-
JT^764K\=$.D)^>.X_]9K8HX]'/^Z[//("LENG"^H:A/&XQU-!#]O-9I$>'$5FJJK0@
*M(AN%N<(K,9/T,]6R63#@RI'"*8@EN^70(K9W#13CDQE-M83WR3-I9-/-*
*>_@95=.00)7:#5I=N(#N0#T>$\UZ0,DYC)MS>ZZ$)Q.8Y&XP5-M+**8L0(F=U*5'T?^)LN6Q[Z[TX8Q6HC.#*
<95^JA23G[#2BS+L&;Z\5!-M8O+F/L'_W,">^L2#(.?1RO,[IQ]+>H@2I#$1]-NCZ30WY09RT;+NP13X,@^*
M9T4N+X=2/HR6AX0V0\<4><(J?NMD%<6I_R_>|
<+)86)0_,"0Y'LD9J1DL/4:UUJP)5@@WILV#)%_37JUYA'$LCQ5UO486NS2F\NKD%@$R&$L.)XY06@U02EFWE[>+#E[)I$
M6;_"SLAX"5F@L/Y91T^*#L5,5Q_\MK(M#ES"DO(_];KM28):2R';MSVZ)=R%-M,?8"J-W]0L:"QAA3?BJ"09?
ER/3+I)CH'%;]$#&-L-M)4=RD'-D5=[<-ME]>(3&7E);-H$^-[JZ"I,.ZHI.ZRYD]OXXB*\"'G5PF2>^D]4FT92SB'?91E$*
MSPDYA-B(X'3TQ6CDL!;#64]%MR\YGU9H@D-%OU9$?@>C$<&_17)-E(WHL+8@
*MNXS++M*E8(6,MZUQ]T76@+L*SY&//*BCPH%N-+_$9D7V[BWH1X]OQ#9N;N\T-M;&'-[6-]VRO;SD]Z-*
3([W;UEHR:/.X5>7]D86>WW"X09#]Q-11-(AN9--MDD8K')^]S(,-Q,O
*VTK^;S'S7OJ%F.EPK,U)0,QJVH;*MJ/(H;!!B9QB+!I_M1&(TN&#P\9-8$$*VUD$">,.WE<]J+_I_LO^=8*8*\1|*
*(T)H;J*A)+E]C.(4-M;K8@[Q_N<'WL0:!U2"O:@-H!#\PYL0N-R*%#-98(XP!P!9.-?,&_7_F?>?00-MPB6BEV-%$"O+?DT'("*
MSCTK!U+R4K;LEV%[/'D'_X3,^'1O)&R$-HY2.A-ME
[%]Q0B.!^,XD3:C1C9DY=/,,@I1D!L'"%HR$%X>SL7N4#VY,W5V'XLE](Z-M#@@9:N$'&Q@P,&?
*=:KU)>6N^,R\,R=>5D/V49@/V:K.BCJV"+HC1-MA0-/CL]2_1@'L*6S;,H#R_U8!E659@6K^LJ\U*
AK^IKK^L)"7]8S2.J:;57#-MF1&CK+;OUEB0X.P>(X.KK7V'/%9/J"M,EA12\[>Q7=X@??
+>9;$+DDX/LBGGLK[N4SNW5BM.ULDH,K_-BZA+IACY-?$]+X2M&UU44S@VD)6A&-M]W/@5Z>'OP)/VK;-
N5$8ER\$^UR?"[Y5D.1R]-M-<112G+TMI;,EW-1TEH\B&/V\Q(4^GPF9!?<9^&$;T@M1BIIQ,F=1GZ(E+&L
*M>H*NXVB.\2*!N(CPP]/>MK*M?;BXCO$Y[5R"C(C9L5CY+!GX5VLAYC76M^%61'[XFZ3#7)PG:*
M)%DO)B]FE9FY^E8DE+F^$1L7;X@[LBR#?P2<,IGW1]MB^.'<7PCI]NX->6PN7>M&G+K(VL
M/^DFX\;M9G;MPKS0U,]Z3E1C^B1)WQI?G5!-G,W*NM9BO8'UAEW6Z-MUU-(N?,H5]",R=;CW=^NO?G.IDUNXV?*
*P=,LH5I&?Z4[DW:,$!K![":B5C:\K-M)A,AJH$_P_E-9**$]T#)\P.(X0#:MA=@O9^9@O!*X8XS]!:S-S3G&9,GA[D7QN6R"*
<,7(2&>]2_[[?593^':=9B;":$VD-K[P$V_Y-P8W1X,EYDR+"
M$=KB5"E;=I73/4JE:H%K&K"#I28HZ_CX/-5(Q9O9"%6K,;K(LXHV0X_<&S_Y-M%8KL+OU_;OQ%C]JZG'5$Z5+/72
HVS6'C-DB@F%4-$#WE!0=5D#>)7BZ%*C(-MG:'<6)Z\)'._KJ/-GQ,Y^'\=-CWU$TC#'V1284%KH
*OM5^_%7VU6DS#B(#:\]P:IL!-<'B//P"M74\O*_XKKRF*[FFJZ@-MP@9+7:WMZHJE6S/DL>GRUB>'P]*?*
DZN)XHZ%+Y,8+)=$FHL4KWH7A60X9TDV-MGN:&Y2-:3KZW[6P:,BTY,:JC*,YY_E(Z!<8"]'!{%8C6I:\-M1N#.+7MY5A*
*M4>[))GV,8K"1:(&!8H+![I%H(,8W8)OVPJK)(113@@ZA:@97@[I8RG3A"*B:-MBM?W6Y=-U!S,U>&"-*
B&%A^CLDR'D,7HJKQ;DQ.4_G3IK[I[MYMNIN(B6K:$-M#Q!E@G_;E(W?D@JUM#"J*
*K@!:'I*I/EH2S%)G&;M=6^)1>7%?M0'IH^3L(S,-M9XQMO0$.HS,$QBJ[YIF%C!WN"FE.P@H06?NXYE-?*
*(0)@9R]SFA5QY:TZM^H5-ML31!"P&QL3-?&@UT(@&UQT4Z9PDH2-_+5I;"68KR8OF*95(POL"X0,0P*04Z-ML>N:-*
"E/>3YQ^2R-X#;8"9UWKV_^?4"5=[GUV\4HMBUPV65_)%)3["Y\38S>-ME3?'FY1PUR#S%>^-!"E;?
EZ5_K,+F^0(+:W@K$%RX;-NECH&P0:@;W"R;-M$N>S)D%X[<7I%DR27FXGE1@U<)SYG&3YO&@+U[V_-M(*
*<($(1&SWFQA#*20F!'0LC;I.HQZG$1SON\W-#5FQ*BZ/$2DEC/1O+\F.(W-M0?II$"4;\GS?%CM*-*
*UN%*CEKW=V(C8JE=7K6.O66-K0;"_S'WB2261>(K\M=-M85W$9K^$7""Y4=AP/NL\JFZ-MH-&HJJ8KN.P'SCB&NA?*
&\T&QD35+3:4]K[.O[C<^$UIS54[\T.,>Z-*@\(D-MM-2%/8EM2@-;T@<<=-'8W"?XGQNBF;.GSHVF]?KTC"2B-/="A*"*
<=R>&.X]C-M]&)^$%"(<-M9P,B#Z#2V9#*W\H2^*UZ[ZRK@5AVH/TRD!H-J#I7'IFBI5F=^^W\(76I6-:$KV,%H>
M0AHJI;Q78NGVAB2]5S)HN$MR?EC];RRF9P-M,EU,S^UFO0ZHS>P%L(.=;]'S-M1;B,XA6SJ?MEH:O460\-H(^4
5PV,K8CJA[44.1=&X58M^'47A(6ZX@DLMZR=11[BYP-M]DLZQ0RJF2O+8+R0D',6IC0=A\;+?)I7*
M2'TR71<>)8?.7E!&D/NN]D$*+;-9O2@E5G?_V*(F:V]#5A/PL[0R7Z.P-2D-M9F7GZ[<"PW:-&$%F[.^+(-
*I56MM;GY@TL1-II-/W*SF"B>E&PQKREW_QB;T>*
MSQ^WO>+I2GA$J27SZO)S\Y"ZU8%K0C&%:2U7L\/5ZB^73$H#7>-,/JP7-S1-M1!,*
*(>ID<.TL*S^D"&V&MYR]WH;;SH7_9=]/HX2ILP"LR^-8\$!+[(QWT.?J)>D3I"-M!%$J3F)U_5A6/S_)M]7")5YG1*
;"9)_K&,PMJUQ"@N3XV1?V(2?B#+.^70LU-M-ZW2RCKL[:=PPL%=V1_O@..@'R@=\O935#WH4MG@E,-H2$U-MIU504-
*F%N>MH#S%9(BT*PZ;;-&H:F@":Q<*K;[@G,_-"CN_477]D5F6C:=0-M%3TN?*
*J/:*3:F,K[N#E#6Z^K84:^K,2L[ZV)F0=6\,9IE/6?AD7,_P/&)E^*'-M*.[04-ME,".D*78K->\S(Z:KZLRH%;:.Y'[A,_]9.X%4/9*
OF#(4^_J:N>84:/U5$0-MBC27?Q_$T#R$\C2JC"&'!R$)5H_N3A[F9-'>[50:%,:+6\HKAD*
787ZE(P>9!=;$+5W!^110!RD(K%I^L:-Y)5Y@K6U!-@2O-M>AJB@X%-88."G-WH+-D9Q[]H&Q>TT?LOI-(_2W.(K(\#
<7RTO[]$$[SQL--M]O">2JA"N^^))$I8?->YLIS22#_"HE^-EB<;-1Z1U_LUO=Y30H;C5=>P>]Z%7
&I1([$/0DPUGX+7HLS$DMQF5^!/+PZ0$))]['?OMMB+-M[>=<=.G:?.;%P9:V;NY^D>O5WIHR@-0'H^]RW4M?
5;VNJUI=8ZH;CX]FW1"; M/^+%)L#39:-)EE399+WP6?GX%.ZMA7&;U%]WMM%,!]>:GH/)53?EJD--JCO>
*M:@\Z59U2RK?"\0-9^5_BZ#E]!&Z]L&?,6I!$C";B1/=$EK+*1+<"R?J8JAWP-MZ..G'SY]*
*[@EH6WD@("!_^.FSLYQ<*W)J5\G;.R&4]=8'48BW+!Q_O@D723_*

M*R#&4PP0)>=L3LS(H0%A%82Q+4/.#!4I2RQ#2/%9D/W7GW>9)8Z$)2ZRI)GDD2KY_?Y+KCCCNTR[98>\T
%//^Y5MBO2K5U5Z/;B M65V1G)!5IP8%*8#:PRBD_O1>&"@9+1;GG09'IZ]$SG?,6N=6X@AB0A9)/ MO+5/-
@*V4=S@!,=/>'$>Q>>;=!-C475B"E6 7%YE#'O.1A8;=,S'IE'M)1U= M%J^\%K4$FD98$9,2U>>#BEU;#$OS&MC
Z.*5:23O/NV_5]PG/2C:R>>K&T$1 MX;.?4=TC@:K11/C,>\#_\%=.HAES904H3ZKTHOFV2CU7ASDJ,?1'.-%?
V\BN$JREJ\LAD-[M+K%5DM"/]V(!C>\@XY^AYJ!W7'AK(2UJEE#,"W4I"Z-CNE0MEG!Q+6$?]7HI"<\6I@I=C-)KQ;
M$Y["]"H*;^C L ^?[!XQ)B+?1O;IG+VL M??ZW3C##N7-3'0RM^0;CJ6X#+ ?D>"MVSU.[TO/5K4E=ZBS)!K*,L.- :-T-
M@H,ETN1/1(_,XE1;%?J:W/'(#AO?-E2CWS94H M54G()\1,A^8G&R^
5.2CL=7^U&1S*ZP[R>G>@]FHM7"SQ/"YHCE(#Q?YX 15EL?RLW^ F'&W)^S:.'D/6_M,;*+<[I#;-
G&15*G2,BE4+C#})NN<$!@-&< "AOP6Q)^K;_J\]' M<-C[SZWXZEQG(T,1C&84\\$1'1UEPR.)J>>P.6(Y=#0-[+H#('W
X/IX*C1 MRRA>8C\5/10!W2OVYZ T'KT"PWHH7&V#RE$_F(3CB1^(R'YC6H^W),J%[#RN
MJ_W71P'CI;]27$"_S)ZCV6.T28A--WLF7&RG(:;N-M7;9L3@(B.AE ^%4CH6
MBD*,$NKG9794ROMS[N>^53D38X19>WF ;0 R59(.%] M^HY\Z^QD:1"7$+QR+-"[-0L\K* LM@,
ME]P,#E'%D2I'I(=)!EN^_VK(&;'?H7S?;UC%)G':R]VZ\ R)UG!#\.I_MOO_G3TZ8__3ELOIMN?K!=[>'TYI)0S\
<=/.5_9T[8/LTUP0;+==E,X'.4CJ6:IX:+(+K45K[UZD%!$U0]
M.979_P!XBE(O*">9Y^0*A:D7U_JGZHAUE@<4PXV;7K)@WBFDMP0D2\AY 2Q M;'0^)]>@!0^*)N0WT_01Q[P?1R).F-
Z%7)09NNRP8(=!E#&&P%RF6S,\07X9 M0SM&[DMF]S4"MF0W;%<@^X.K,2C1X)FJ0<$+NE8TR-D1,7>F0H(RG
MUZW!?&[ASFN1:K)Z+29R,=KNX'&#_=7]AGQ6U-:KZ@UP'>,G/]HD6<9I%R.P
MD&*L#EW;!P**D2@#:BHJY"6]'N7(Z+:FE+JF$4@,K"8EV[PN.->)'A[OOUK< M-(5C $==C1%9> R78-H2SG*'21/,ER
!.N"\[/I*<9.GR[L$T^I?:2#!Y97G MZEY'"P,HM,LE[G C M58*]D,^H]KN:TPL(;>&!ZZE&,D MFW*]$TQ_"U #G&\D&$?
.6*L6SV3_HK)&#'9,R^#>?\@JZ2&+B]/1LYW4,*R MFXAW?]YSYJ F@W6?3SJ'"*V>,W%R;5T/$"1%! A&09_ M'B
8R*Y'RX*,?!+S&65W4C1&W(U5:D$^]=,KM-AF$TAN090T^OSI :R_2U* M-LB=*UIA*/7K/6N,%'H'Q*R'Y
T(H/H':*TC1;3B*:$6F]SI.)4L_YPB@ CK MVP 8I4^IYM%F]D:B0!-&I.@SF!1G%:F=.S6J)MQFQ3*?(((${+I&?HX"0@>P8
M<&T,5P^OVW>"2XI.0OE$&:/4"?,;5+8.UVGO4Y6 M1HJ'%U)BSBZR)F30#5==$/L1#2B5"(QT:J*4W/5GZL-X23#&"??4
*NH F-G M@9I,*GM:3L(%[T4Q76;.9_KH7>CW@T>]J *XW*QI72%'\")_9;_F#7+1OWFK M];^C)]
[;@_SYYO:.;*_O&$ZX72#9X368N[6PS%QNDRPH2QP&2N"FZ\J3'41I M/$%18J%0X-R M-
6+PO2+TGN@VQ^\"OB4NMNU,^S+0/HF K[#S&U6G?M?5%B)0/1#-F]XTQ3;MV]2+TTM+:_
'>,'/PR9HS:PV5AE+Y1]%B[LJ?J,XEK9UG-FX,V\%P94O_3G M5,F]LH:XF0==.W2JSG*'#,E38KLZ%TJ6P='(2=_2-Q9^<1<,
[L>UU@N44K(> M+2UK?-\KZ".[W/\MZW)/J5J/^W"$?S+F#9YCG[6@XLDR9'?Y:W3?'\4?!(HY M=9H%Z4OZZ:]D
+OFM%GA^(0QH6Y4H3*Z" COD4QZ=XZ&V;*_+_-<]QN\CF+> M-SC== ;_9CLRIXDD4<2H[HLT)8>,:Y%,X88J-DQ+W-
!/(T!QU2RO5X3BZF V M>J.X.KRZU985GVXPE 2<$P)6:ZIA$ 2C[*NTN=+I/]D':.S#G%=^[&6D-2/M M:YB CA)V;C?W"?
[GA@QY]H0-0!U*IWQM9^@7Y^0W76UH04W%]T"4X:](0.R,^RA#,74NBG0:T/H26?(+
M89V8W*S\=8"S7]T"6#T@@=ZM%UZ*)PL6H#KMGKG!AE4J]&D01XQ\H/Y6#H[8 MZ.2/?'QTZB
AP[6"M'1UJ24OT\=:T=+MW0'RA#86+K31ITI+UC6=^LDZ2KS@ M2QQMUN0-
/&-0#JR34UEWMG@-5I9'99@&%&.Z9LJSVCJ+%ENS!.0#RZQ4+*7+?Q@_US,F"-LQ?8 M O$"NF^#GW?
#O!;39;Z.]M(/\46*5UUM.G5XI :[" 98R8+" AQ\997$P BB MG-@/'P^D,BWPO$=ZXY@XM!DG^"GZ0=RP7IM
9ZS\!@JK9^-FM0 WE6G7.KP M]VN:>2]F>A[QXBQ";TB\25-":1G:3++4>[%W^DIK/U]M_)0U\0D7)]32?< A
MP%%G#7EZNOR5,1A>J#H*4OK^N,L(,E.3WO11#.^%3?))F1_QD!=D7_V*]MRC_7;WLA*QB.A!-B7$/EU%\"".3WXG1
M:+.M?9=!\|>)?,<.E3E0E2('G%@6FYW8Q'7CV'!DIHI^_?__)71F\GG/1T4&@ MQ[9$C#'7/6B_1.(KK8!:H*3*./+?
F)6K')++\53ED";G]ZE'CM'%12C@[\@^_M7YH3U/7*58"61&),B+5)T#W(,JUHX/1J5*+90UJ?KUAH:4/^X5$M18J6L*HE
M]D9T'SRXB8+=8,:(<%7T.CX$LM[>HJ7_MQ>;;@0 M0B3FS:+)_)\;/\8"PQN*F5(56+PKNKKH]Y5&B
^!Q!CD$@^C'.C(ZWLH\H], MY!_P-SQV;PF/#QZ"6O.NBZ%1M]#44NL[-VGV$$D323ES(AAS/"S6$Y[WW2E
MC\Y/DM\'(;2>R\XEZ9U6+KXD:J33'M6B(_PUL=Z[[TT&NPCO=3TU,SEL)-
[8L\4]A_V7!S^%57T4JVO1"##N6OIUS.8UP?! MM2R&MSW(0GAGU[?HQ
OF8/4Y1!@=5C>ENC9SHA199#=]Q!1NIARYA_9'/+N]OMX/,8,R"1EP"Z4W.#1; M4H7-
E@/&22Y"AE>3*VW3/(D6#9)DQ^I"P%$,.<1.296A[G[];<]";5$AUOWM M$HXR4[2U-
,V$6/R\F78O7XEHR&W;0]*;7W4B."&[<+FTY0)4I28TGQ7 MWEA.D
:8[);M&^$]*&,;"6KCYS\/..U6#C6Q@M^>^K5L4*Z0[MHU]&5>2^E5
M)+#OAU43TSN[D9TV;.W'LYXLY[314T_&%:]A(6??JDNP-T(OZRM]$1*FZ4Z3
MT!K,V:,76ZG;;7I%+@S/L[X\UO.R3]9WP=-9UNZ274_].;K!B\T< M!MUWZ=7Y)JN*UBNRW '+R?
HR=7"QH/$J+P!/\D5XXJU]8C/TLK4SFM0]?>B' MB)-
U9GD;%4O+)ZB4S7629^:,U=,]^R5TM+X"J=9QYY9!/>7ZSAZ\A=X<;PE M.R[YB.5F/'"%[_Q/+;>X)H9JQ
O$TR0R"ML!:VR+X,RUY%DS!M> =\(7\\%LE M4)?QYA*9=00JU7=)3:^QU&M()!I
2R7R6_B9'G@;ID7188DHT9/<6.\+RC0D M^\1!)2E%*NF#0*9UG>/+2! ^$$#0SI#'C$I84F"522M(CR4(?X5?TMDS#I[P
MURA,'WO%$8\^'GW_6N3BR[13EL$TM%N5>1WC&1 @JN7=3QV%(C%P< <19,G&>.5V[Y35T32]8.5M/WADI;B;-
EVOY>5-N M[6*M]V:V")X1J%IV /R8_9?"T@&XHX+J(N ELW,U^UOWHGDZ''HG!OZ60_=18$D59#/# MEE2.6?
NP,$,I*%=[407/Z@_8AV&.DHMT,GF(,350)51VUG!FL@(8P5Y24@H* M0#9+(X-,LP1&1YX8?A\E%3<:*HDDKP"I9P,@-
L(^2IG'&-;G39E;+Y/6HR-9 MA_N@!=L4,E>@;5*$##/@'Y0XA\3EY(=$;$CJ_JQ2H'7A!4QX39SMF[G./1B
M/[H+DS6>^TL?+_JY%C@]Z]X#H\SKV_VB]J4%IU7&_($QU^PE'D1>3,E47 M5#NKIS&$1F$HX/SGIFG3O8O,S)H
M,)9Y01PFJ/9)H].] !Q BQ4C'KL$)1FVB+4G_MK<'ZR2S+-+$EF MD:@=_>]]0(:^(IV1BXTZ,.^>PF
M:$!.%I*NV.AZ=93E^XYCQ0CGNJH0-B++ M/$K0+,HJD?FHFKQ+Q777G3ZT>$GO56*_?@ZO/7]QTP-#@U%-
RX@([ISJUL; M@FD7)B"'J,\!T\O$Q@QNLD=7"@9C60"2SY*@%53+O95W^,0;NI5,_G_VWJPY
M=MQ8$/XK"L^+)\)+]VF[;7\Q]T'KL7IT5!HMW>&9APZJ"J7B;199YB*I_,L_M -Q $@ !%D@DEXA[V^><
D!D(I'(/4FAT&.>+MU-5JE28[HB$RP&?O\>;^/' M8:1%$_NOO>8U./I]FO$%>$TP)9/OY\E?-+_L)@@Q03P='/WDT!H\["=(-
UOZ MC2S?C!;51Y7R$8%3-PSD,/W^/HC1V=__9]^@E/'HI8!U=V*A=";&G2D% M,V2-;J-054H:6 ,ME>
[24(='%"$'J\>D4Q=Z1UY 2_.=WF&H+OAE@15A]CEZ MT3;E!]GPBC_DS8CZ%9IZ1D NN6>
YY^A#6Z9#U4B;WKVE0P!=BTKG7O8O<+' MNZ]&=!=NNDV_)&H.%CD['4*;- =+*Q/M^TFHY="F[;M6VRM2M
QM3(5D-1+N MT^^04)!FU.(?SK*OCQQV:?&EW&R;0A^PT&^F 3VC[G0[_J$*:+AOOKMUUZ1^ M<#7TB;1 /[4_?
+EXI;5TMOP@[=_[!;027)3L]TYXI.55T,I&]!$!CGR@7QG6+'"Y83,'ZC(K[9;SR^@L6WA$ M,(E+!O).JU_*K?
L!;_WA5;4RG]A^^^?/?E!R.:5+U+#7GG/*P@IA\Z2[]T M]O_VJ5;2,WGV S'? 'I&US^[JD,ZA/[5$Z#\
[D,":,_(=ZR$3AH.:QT%#!:= M)\;[&@VT_S(/\6GO>-Y%$KD^%C].2ZJD2YWE:P'?>J5SPY#[/[D&&A'D22H.
M^;.]XHIT%S0_B?Q]DLAB2:0 U^D37/J 7>Y0%/M)_)CXE!L8$47R1<_"Q$^E MD7[%#3-Y([+?/-XM>S)'424,-
$Q5W9@&1 6>@ZBMT]:=E%,X\I<7@701@& M'WC$(_ZA8Q.<%JD7Y9\E 2?Y=\]>\P^?A:1J8M839T@9N"]T"$3BXG-
GS/?. MB@^>D2_VW4!I0"S(NG7J4$3O]:G6> ?T,6%*1A)+=VH@(<$*#WB+;K+'"C 1 M+4K-)"G'SG[/?
NY_DH>E^"+U(N;?_,,9\]61XX+;-Y#]5);]2SZ0NE*S M#Y,.YWM^$4 ?]4XA]RCFU6=+17_C]=EHS/76"SZBHOC:-
O_2D,77^H*0:":GP^1"DK4=S/WK^]ZYRA%(IX'(+ M9V0/9_E'_\!XV(N-
3!);E1+>!4$<_T@*RR;1B=5_ZM5;L@^=I5\ZRSYUEGZKYQ(NO0&9 MF\BEP
U9T:EG>&NU'"*5@]]Z^J=H48O4:XVM#M)CKS_4NK6H3FDU$:K;&.,N_M2C2Y_+LTUZIN(!K,Z38@6F16H##'54**F]
TV[.019BD174)@]0I=_"NJJ7 MIQUA8GRE,X)7[\T91+X; DE<^]&8D%0DJO'2U$ZJ/2=(5!NHC#V3A%4FXY_Z

M8K*97>6J@P;%FH5+D+;6LZ#J[HN$7Y)$S.3 K+9W649QVKSI9/V#_12]7VS> M$U:\O#RY.-
/0^]9#^@.]T$8J(),T<3;C:;4ML\:S!EFCA;B:[J1{TH,QUEO_MD,31'=G-
:0%M9:$3XH$AB_[AC"Y[UG\86P]0551+)OH^\8/7"(7OU!KBTL^< M_3Z#L_<|VJH\4#,M%KHT_9&$7WQOJCA
P[A=V@Y227R(2/V^@>HAVR(_<=U2VJQ)W0RM[2]UC%6#[{'R>6'60C_DS:
M8Z)#_,=T,]GT;1CL&4B+_HUYN9P"48%L%,7'GVUOGALE[U;7DCC'%K# M-HT)>"JHCK&XZ#7.O
M%E8]CR^=,#QB7D>-#X45@@5%9YY5 ,MLH?/-!1,8"2[!S^O_=0^7P:8"DGPD M$""
(L!P>@C0B@'*42R)&A$T&I+O2)11(+._:\AB00+ M@S5"F^@&CR=J63HDJZ;>X$?=EP)!+=?[@Q<<$59[PW?\P/$?RON
!MZC#0W0 MC*BNP/Y.1*/[(/X7BDFO\3>?/*;E2NDD2CO/.\?/XCMY]&5M,R".0A Q2Q,* M0\QW=FCE9]E@ZC(.=SH,
<,D=2)N"7"5$R4E]1*E05E "E<8^?*Q7[-P#D6'X M4FZGI6"@X<0XZ4P^)7Q6%B>M03&F/PT'S6Q0N1
AC1)CMK?.5!HN_OA/%^,Y M7. ^.U&U&2@-SY16EF;" 9-R.7\3,3C(N-=V%O5:9U'T/]GE3)M:E9J5D!>;_A (%#(PD.1GK.\P
MB35$E(](1BYF9>+G47,)$&!7Y'0Q:)QA(+9/][,+/,Q${V*?C(^D,0 G@E.H MP*A,!@$]JY:FK[2^4IN)52&^12
85#@8!2FJ4H>@GQO'5EKD<8EMZ^RP0P)42 M#K^9&?]?Q5?OE/5 ("2W7^91T%)A6S@8B%7^$F\J=+Q;++9]_F]TY-
OA:X, MB/^%@$;(Y,8+/F[];1#NLZH?:>@A-1KS^&7')4 0WZG6EIL@W"(WQJ!=.NG MVDT?
1AW.9T"@CU8*PGN^0NG_WOJ%3G/I'-S8\62>"_79((!EO 2I!IMJMMSW ME3\4!!B4A=+4+#&'37\&L=TFD60-5O-XG.O/
^WP[6].(.NV$@@DM/DXB67@ MQGWOY!_-YX(E%^UOAX"KVI2:5_0*1>O0/616 \S[72R3/Y!^45DJ
ME50]T5\%!/"I<[H(@6IY'WA#@8AZ66P(W=XJI"6K_+4\CJ0V%L1Y"&RTU(Y?
M4>OS9N::_C[Y0O9EW^>/X'D7))'C;YX_,)4=A7MMZF"=%@!QZFV/PCWF&1@: M[QU]"_QXQW=D::YA_ZSS,D)IN9./L
_!S0-ZVU'B8_IF1- 7T MJ3 '!$F6[7^>B*.71(2\'#:8868'@'7'.S?B/A2*4^V?GUI>;N,(U:;9!T\> M!IJY1=(VU@T8->:"(-I9:
MOP8"F6UOZ3E).SM%RZLL8)]3-.(NOSF?[C[95V(S2>&S]J%1=:9U->$R>$NEXG^\0C%8-H''#)6TF& MYP7:!B%Z=CZY
H:)A4&@J#"09,:N2!I:+AH, A26Y3U@CKYV#XZ7L[PV'MF8 M (DII8Z(3$LM*>.9X;6I/82U=D@@*VZC)H^2K"J=L*((
^]_!6G)B-?F<% MFNRB<7F0TDP00+(7K1:$G'<08/I)M%W5]A5 %VD0-1B&+.$QK1D_;&=J+NL M P(!CR@MKI?+!\RS>
(6V[IJ?!=H^"P1P>::F***&_1W$A@V6>D_-87WXM1L? M 8&ZU/&756&0/;C<@2!
8'*KF*C#YR"MQODU"#8D!#%+Z9(*%=U6 H$$0>.2 M0JHMVXAP^;#R;!# ,GQ3)2-48$;560*
%:$,+$\.!R_O6>5X1'9XVB$4Y[[\ M2C!2>83^AA4T)!+G)\#0468VO%NXR-YSG(%XI!56^(^>Y+Q(!2;:5.36-!
MTCU;@UD#!.#J[$O&_?57 0$\K[QR]$C48.*85LA@D\P# 6#)BHHMI\((OH-W M94'T#(S-RB^ H $B.JJU@0^
0%F672(2X)F?06R7L7 _..$JI+$C:31%;GCE M@:$P#01XU01PJ@THII>P@^V+(*118E*$#D:Y)#I!,Q-$8L5^DN .,$B+JL,
M^98K$1+Q5@&*POA76@@'A0<'RS(\-5\T!L1)G/NQNW&]!#_%3*5,>>6IMCGV M;U;FUSM_>PMIFX>\[%
[:4:EQB^3#09P3-^LJCS4J#^'2\3PB:F7CHFR@>B*7 M^I(@T%*SMH,J2;V>A% M#0DN
Y_*;IB>26;%%_6HK<&W!N.8"HV:+WM=?ZZ]9(,V)(")8"N),_MA/=Y& M46\W]148R.OJ:&*M%\D^)9M'-
_KM)D0D$!!A0J2>9*/>+=6/VG\E&\D+Q'Y) MP^?8QJ:JF0^2R2"HB F0N?6S$)EO10>)1K",O[E$(?%R/8<.X3JI 4RQ>D1?
MWP*!R,XW(X7[UL?$03N&-8H^%M$//3B==3]N70X_Q[O! .TR*YQ*9FYV;M^IC*^(TD4?,L4
M$&")@N>*+*)M$$8M7>TD'1NX4G2_G[3/6(CY)(T]P9=N0P+@A?YT\5 XU('5 MFR!7?-*3DM"\?(;]L[G'[Q*QLV8O\
MFA[3VXI9X-KYA'2AT'8]394%I&H@S MZYQ]C,_(3>^T:*\WTE0(R/P8V5=.[""$O[:Q]D_E MR?58.|
<=:O_56PIM%G_R=Q0GR=O>,C.@1AX\8+AH' /Y?\ M95J]= ((D/H+*OR91A0*%!9ZVS O1T7(L-$X"-.;
W%4)'NT5NBMT02K^@_, M2*Z0?,J"]CG^K8_O4YKID)4LYYB-ZT- G"2W:.T+5DY2RR()B5Z3Q+)&QF>G M!6!$9O
RBXL?0)Q*U"+]8M'@5B\ZDMM&!890]5U42#08!BA3],+"N49V^ M=%;7FR)W7@3(*4F* WUS8B+M*%1][+ ,"/!9#IRG-
F42R,HO &CCW>*9]LF; M$[SL<^+KVL:","UB#B0[)-'[F-1DZ0N<@2! Z"P+5U.MV8K>5,XU*G>W? L$
M(HNB.FGI1CZL1484!2MZ#M)""H*U:Y[8[4KB:W!R! MR5HR' 0X_.KBPN;:PM$@@!$WR 04)-0Y)I*7>DW")8CF3M1?
L\UE6K\&!YD# MF(]LF]Y (/H>?92MR![",P,=_7*<:S4/@N>MC^E]Y^7?--:S;LRLU@"[Q'U?A M<_!1B1&0# -
Q;@J%C\6BLO)D$*"FUTH6EU@= 6+3LK W>7:YVDP HB$3R4R2 M08EF7.ERA;>.8;E)_
W:Y%7<:&1*/IK(P4VOG]%U85!!%J^>!1D) 5<9#P(@ ME<[XS27LW^?JP33B"$1C0)P7TU6IIF>3 M[F<-88V)W\Q:%-
&X(K[@1R_?!2T7K]7>:;B-V*>=/+@M-X]$M)P92DVJC8D#X(^T3FER(*%V+5[4D M-.W)
(,ZK=&97G\^L)"M]_QIOJ#R*Z\0E0:#%E$NG2!K]TV]4? 0&ZJ0O*Q=D M+G+TEP$!/NE&Z)-
],4(5EAXS:2O\YL3K75Y[MBIT<>]2Y]5 (*,;J-"MQZ?N M&O9?D MG_=M;B+>UX1G0!$- G!Q%-KZ8D7
0%ZLS]^C'3%HV$ D\8E5NJOBZQZHK'6 M75IY[@7)'ZG[L=C?0&"\+.1%PB8E[D-APJ#. B! ?GGZ&F QP:=R\QORU_@R
MJ!;F59UKG0BS#1V__+Z[,9>@Q#KOX,X&4'L2WSIA.1Y0PQ45I(@@0M;J! MNN_*]6QD:P !/ LY5XEFY@X%
0;3AX[*!+O VZ P:G>,*TVTSC;R]^D&"^Z. MET="KI-(]) U!L(X)3.E?\M*(31P])9HTW[DKLVGVFE\%P2"I>6$^3Y8R000
M(.6,,[-'/@?/SN$@P.%5AV,)]^+?Q:PV)<@R M-E%P^ P10S1+ ^F;\M MRBK"\^!JG00"-,C1&S6LJZKS@5C8$^M5M?
^IAXO*APXHP,F&FO; RH89$ MR9EM7^EIM*?.4XI),)G[3@*4E3M;"Z>"-.,32_Z*ZZL96=@^)6C'!6$.)$T/ M:1",\2^
15H:IUL$C]&>"1^8+C"C)BKU.G0/=9^*@>5@7#,=202V$*(:@'"^ MQ2=A(I*ALA (%-0D>05AW[KH\1PZ1)U].NY? Z\N#
(;WPCP^O4B;#8LG@ ")L=I6LV;2-^8V[25)BN4+TE T MYMM_C+O6<6@\PUT7 G'F32U8@8FW3@(!VN6.!$T4:CV-
O76Q2G7PD#"/EQ:V MYT?"G["4E:G&I+@GT50-.N:, 7&.+7E=))TF1.1?G?#(#A+K8*>M M"
(I>:CR%3H$DX08[2T2#.0*EBS"Y$7!ZJ/!D$J&R] M5?
+,5\/[F7I=-,2L='$3]_8%Z92.!/XF(PN#0%%OI5=98P"H).7"$N'UU'L[C%9V5. ME_HIVSK+VB?,IV2_QX("5G98^C4FP^"
M'D(H)-PLZ"[SI!K_# CTL9T]N80A'0@"!*-'\W(XH)#^Z<[="Z39'K]GO8U- MD0?UA%F:$[H!KZ4-=Q
(6N#%1J4U=54CJ=+1UJW!N;:!Y1Z]M$#9F%[K-)B 6=-(IW?0K1Q M2=I+%BXM*?K3+;.WQ[1(0GQ=8E0D?
YP2;N)A0D$$"]8>#A](6683:;KS@X];?!ECXI+Q05N-#;:K] M>UA]$!N7K/HSB%.I!X=>D;A2OO=:,-2ZQGU-
>]A$]H[40U , 0$ M=10=(X+S-7Y90M16HD1KHO63R02=M-XBL5L*,5T-.;:!_1\LZ&:J^/I1<(JS@-!S!I-2^ 5>TQ[
MQC6>)NH,$;AAI:,!GXBZ]X)YD/NO]2K\F/6G)GWA\YY5?LP+#>&-L4_0W(IT M>1X2M_F#QC00),[&TM?
<:X^(&&_RYT#8KEYO!1! =\E'NG9"[TB3D@1, ^>1% M0:"&5W%4P(\B$4,2%I RMC@0EG:]1^$;/M6O8? 1[P@DCB_0;
[A#09RXI#'G M]S]^_T.GCI[E1! @?@M\=$RU,))**NG'P1\) H@:;ZVF"3.//[XQ[IH'F]8" M($#.;$9B-
T1E@'UQ@4G2ID)M0S"H#["_93;7NM"5+IV#&SM>2AFDTG[XCC98 M=[I)XB1$>:.)V4^SIOA8(L&),.QV1O-/,7-
;FP8!P(LNPN]JO$@U8,2IU,+.8^ M#QC=2EZFBV/3/" M[IGF5TJS8%JF@ #K*_(Q\CTLVYQO]AC[*7-
Z1UDJE5@V5)IHGX&E,9:,%"?P M.@G&@3BC:OUV^CRT$U_K)!"@E?EA5-0N^$G6T8XV/FJP$VD[D=-6!($4:9U> M=?
U<>Q7[M[51TGKEX[TB;\O*3:KEL,5S[0,J#2S!/)5;R^HYN$#$WI(;&L0] M9?
KZAGW$96IL=F]%6F[V,XC;W$R6E[$O\6@0P+2YZM@"5UU:'W5=%01RI 7H M4NEV0UPK9=!"(04]0G$
M3OS*"/L/Q4,8X)>//G0$I32RK]&0AF@OZS66%45--:/\!G(B)8U_P3[2'I&[M?
TW"*$O<$H1%/H3HW<625FFNJO.RDQ<#$LE!PL]3AS@_?*/\'<0ME71&+JXG
MTP/T(4CS/J_8TR9+J;6.RPHM[U)G1<&@2+"8MO8\A.B78Q1=.>M!:I;_'& =%UB*WX-S\-Y$H].Y^W&Q(70\KFTIX1
M$EN"8# (BDFE8JG?HC("Q*:YZ79B(5@RW#ZSHQ&&6-E ;AHFGUD ,)_Y"6LD M#<8E'P[D=F0&T$=T",(L72A.
(O[EX(\%06:G!D0QW$LQ($IU,7-! "H/'67^*&9QFDN +M6#5?Z"(G&VN??I8<[:]DL\ 8QU35: MHCM.7M'Z*W
5K&F$;>G(OL'_TG@ !,- $&?G#I;X M:KZIA:$P9B3G%R%.Z, M*SPS)4X=M(] O69:/A;$"0J"T"4"@'P&"*!J@5"KU]@AK5=O
M_3P*AY2SX%D8N*IYU\5@H *EV\W?>+$#C#\2!!"- JUY@"=O/\1LE"]HB-:.[#> M*^*;ZTO:Q[$_VI>\5S0:F?
B[(FH,)#)GLY0'=Q0(XI9FNPL'@=AZU2;+%R#9 M$2 VW3G(+>\6G=<:B:CCYAG+^]D=OP]H6QXT<)=-@_L"
<4#2;H"9[N^D"2L- M(V#7-4 7M9;)#G=MWY6=5%2O%4V 09(-4-.*4M533JREEYZ2\ >_/?211G
M&F9NK$/W*"Y#II\#7F.O@F[+QE[2.*X>O@,"@>G^BY0 XJVA'E-AL(1T @B0
M5%6N>_09/W\@[QU]"_QXQ^^HV'$M^]+:0XAN*C49!392P3C[%!<;U)[?6/7 M[(_6#4=9+%Z]P"U3TDL0O2>9 >(F-
1,JLZ"::G=D*@:5=T3>H_34->T3)JWE M=_X6(LH BS# ,DZ[V3A)9QZ(DZ?.'AI#Q99=.2HX5]5F6E>_:++WYT0&MW

MZZ)-||V3#K1/B$WW%HG*5/;%E8-!D!S7C2,15V7C[9_-'<8R5G>*ZRXX%?XP
M$.?!=F06J=+U,?;Q_N!@C7/M'H@DDSXL:2/IYR!W.7QS/HE5C:U@S>?7W9<" M<7Y8L#M@9?51Y)@K?
P:Q77ZMG\)@4H:N<.E0=;)] CTGL3C'3)L^"M@";Y#] MK6,T%H5K!.&=J*>@RB00!"A0\C2B,$" 41#]Q9'I-G\3T@2]5%8
MXKE]&@CP)-%MH@=*,!P$.+R6&'>R0#;I!/LL(M/E2.<:/(7P9*:ZE3S&N4ZEF2"
MY)DQL>2'/M*4157+)S,%+%@\Z^PIEEW[+*;F4:]54FQSP->& P"G6:3G"JTI M']0M[L.;!X(PE>-;X<6N,G5-
}H[G7201EBXB0?YY90@(S'=V[A.F1NR6Y,]& MHP;8A>W?OLL=BF(_B1\3GQ*=X++QA]G??I4)7$>QNR?M"ZA3@6#
<\2Z", P^ M\ A2!(D3NGK",B (G$C(B)(>$UQ!9*PHY?-I.[:]F^PQ\R?1*/0AX_JT.ZT$ M @GW*.8YV[-R=JI.??U50 #?
F1.UMAHZ/3K3S*=!H+F6"E4+CGGQ0^1XQ&M'
M8C_R\HFYQI/_G7OOC"QLGQ6S53,8"BC]FGRKNMHT^^!Q6Y"G]74D7E#-J2 (M727'2L,X>L)R(-!16$)Y=E!Q7)3"-
!#@,1;1TBTBM7/(9]B_J8H%]46=)]4G M@S@_7O-ACLJL,!P$.%5.("JQ17\4UOC270,$X/6B3')3HV@P"%#2NDKXF0O1
MCC0V>$=E5*PXJ+@,J<5R^&K[['QRS];0VB 05;/%R6*QN2-! '&%MH@X<2MV M1KZLX;9T_5WP?&4RH)7?
L;MDX;!V'5<0-O M4E ZC[/-^D@K&TUQI;95=NQ FWT.'6*P>3KN7P./L\'J[P-M*N5\N3$!O_/.
MGD>.W&&#;O$2D>JPWBUFM)__&QV%>ZR/&W:3TIK#S;WRAP^TY>SKY=45_?[+ZS.1QCF;:PP9>&NY
M15;P>'*'#7]XMWZ,B#:_U7[,MIV:PMPX9L'PP9E]M1(JE]-G0P;&YCH(\9.= M-8_&3\TE,3*$1[9"+@>ILEF#
M#2.*2Q=='X03=]OME@_AAE_X.U'O-I_7.]8%X0:%__6[O_SC M3]_][NR)6LBS/S7[[[\[BR)\$;2W@".1W[+3-
5W*0J$6Z3[P]]_#2)$QT)'_M2,V6F&'DK]_-%R,"0V:.F>\7S#2LISENOBRXX1AL<^S\8!8[^($8"6YJ]N$<
M'W^9*S[XIND<+7^=-UH:YO <+S_.'"\""'WR.GK_-%3UB:W^.FK_/%35<[T*. ME1D+O5RG1H:7'PV+OF.C%H$G)<>.8?
%W=-CAN&URU!B6?L>&&&KF;*$>282%X MA%RGXH[*T3);6;CI!,M1,ELYF.]\R]$RV,G'5O9ZC8[;R<-.UGZ-
DMK*P,*0@Q\QLQ6!Q#$..FD'$X2SQJYY>U5O^_M5]%NX\+Q2+VHIQU"<50FPPZ>[;5UHE>*J2Q9+@TY05X?S^-
()PZ/KOU5* MD-= 49MK#S3/B:+5EII,J_4CZG T!W;=-*EM\,>JO+10NF6#OADHSP.M7E#\8P@G@ZT:)8A=X^-F-
TLYXZN&L@T-(S MS(8PFM=2&"03[)T#OW,I0RFB VF?: TH?COD&@"U0=8VFS7:R?K?YJWM*NJ7 M *5F=;
RJO[/*)WY'"*M"O!9Q,<'STDK(6'I^Y 5_!)>)\D4%5L-N%LCW'WO+) C*;+N^ M:O.I2\NG7CLA*6(8,1<4,U5W[8KPKC
1""'5"L8JT5%]CC505+I6UB"13K%J M-FAIK,6Q((AF #+A*)MN8(J(K3*)XF0(C%9^+\#I?M7>XSQE+QL!
;=R=GUU]V'FI9ZF}YXKKLH:<"@Z_6:!-+&7L*A5+O3> MS0)![?
Z_]@+*\T.5DJ.NTA=/@N99($\/74UOVTR0Q//95:IGBQUE*0@I>- MB[<,L[- %C_*JBE(S94CJ8B;ZDP_0]KWDT::LA J]1K/
E5RT5/%+3T+-&D+ MH"(^-RPI2V#RCSOLT">'KI4?/PS09NR5,H\I;- 3;N$50^JF!%:%-BY4A1'
MAK(ODT:9WC,H"A.9&ZKTW\#V$)59X+ UX+9BC>%(LCF6)IHRUU%DT(T6F@6M
MM3^2\K"C&2%)10/B/HX_&$5.@.5<2,C1>QS; JIZ01DT>C+DK)@)@>GA1R5Z
M;!9$UL[96V+29H$E/>XE#WW+B^_/!6':O$L:<#<+[.GABQ?=U N:H+%\%:E4
M+7YP%E2EQ\0D]OF_3IJJ3F%="LY%L\B#1F,*X@0;0#H+G!B2XP5QK'D=QTG? M2=4PB"'1 :/4T0/%W0[%[MHI>E
O98]ZS0;)?(<8]:N0[FU#(]P>4$@+(@ N@ M4)FYE.(9=RF>I6+'4K'#-)M)FPJ<)_$./V?_0?5^V2HSEHH=1L_B-HH2]7/(
M1L/9OKB-N=(4&!*A6NBGTFL]BU#9)8MF"=Q? OK^Z?S^ZG+U[>'Q^I_7]T^W/U_?K9Z>7N[/7ZYNGZ^OQF6?
5(G_>R!-:3%Y MQG'HOB8T6>HY2&VR+?8'4ZO;T^U17.Y8I,Y7QEC;:KJ'@G);3D8TVGY5J,R/
MW59U7SS>8K4N&N5^@[DM">@@F_G%C7>7211C7(?7GVO,?O".B1L'_]]&7(BO MRTK6P,[#RW)C0\O!"8>#
>#"B=RUXN[3L78K%7$8[/F[XW]$E6Z#,'+8Y-;S MS7]C*LJ"EML8L"9;-_55^TRHE>GS1MJLB(NP_$>]Z5QASN$%-
"@]8XQ"%B.; M ^8N7KE>$@OMT*+1-NW0]4O14G-5-L,N6[G'4G&5RN44U3+)&C!?D8\WY&%"
M/]_L7=\ESPUI,2N'IFV6-7!^020Z&6W.W_'^WK*V:5B3K2MILE=,;XWQ2-^_
M_@#@[<@%4E7!%1PI95Q4U9&FNPH,*XAAQ;=BR*V2[2Q< 2W:)S?7HJGIS0)5 MK9IN-
8>G@TXY"S2VJ9TL%@4:WBSPU".CZUW[G(5OIPOKY+PO9I$$+3A:DVE* M]>%94-4I[+%0NF>!J1X9I-
0,>BI$]BR1O7:'"A' W M7!:OM9S+X@_1:GNY<_PW%-WZS73<%]])-B[CE!M'I-,H,S%'V=*J0&"Z$7+[-M
I^0E4K>'7>./7=T=3?2K%'^6 @I4=)L-$A):$N"KN&$T?9"#.*,4/0&[0+;]DRO.'.>B49_5] MTJ=\!4S39NFY"@;;.L3^#JZ?
P^H5WO,]:2+8']39^G:52Q$4]^B#_B1^:90F M0P..OAT=8:O-!0D:EU=V
)._#DB0K_<'+SBB=,L/2;C>.1$B)=H[@"U>"QKH MZ46K['?UX6-5;><>](%O70U;P!JE#.A(2TV=I)
fN)91'\K\S61>WD66#))@6I4 M-^U(^L'PF?O29]$,2_J^!^[Z/;TSL*7X,)(;WNUL]P]K>%S+I$"V38^_N"
MO:Z!!QD&_[%@L'O\0FXIF(FZ(46BN2B('*MS-L"<$CJ1XV_.FMY)41@Y N>L MJ CB.7+4&-4YQBWJ-
0)#"B0952%2[\VUOQDAFGB!* 66C&H-8BR-)F=Y"JUD M)YC61VF8.!ZQ#
(/%%%+BD&P14S,1:K3B^;HL90WP!^>8$6_QEI*VQY=!U$BW M4)H"C'%I!WMTHH-Y!3OHXE1.8L.Y8^$T\KD\?
KGS=WJE['V[,$B8XCP-;A" MZ?_>^D71H2QJH[WYB^H"-MO9U/;X$*(#Y@Q7&2EF]97.=2]2PK@"GEFQ\5L
MQGE?.M'N(0S>74QI%\<7S/284SI?Q^Y[JN++3[K#0O;>PC#8NK$DLIT98#\A M&XN;&+$W7O#1=@;2*=!
([-9_3]TXIY*8;'"KXM9S<+[&#V>(OCGA;XA6?"JM M9BUREWRN/<),#@>/DIGCY61VZV^#<)]**2TTJCC;
<)XN)AK,B;#\XF^(($/+ M]-[ZY^LU<19B.?!(L$O*6ZXQ@@LN'>5L^C()B=@4W;G.J^MA]8Z;HFS^(Q;+
M<^0&74R&CV@=^&O70Q4KTG-@YN7HY5/6$'>%L$RW=BDQXS]fB%(U/O,]J?WV M'YE"J305&AO/>E>?
SL9E"UEGXSUJS;.$W!I;4I9GZ_-L2G%KA#81Z5A!O%'X MIGQS8O(\'E=;G>=6>QW#;]-JBU4#&N6-
280B.RKT/^.#3A.6TM^]V,[@A] M/9)ZK;LM9@E4,V)97TM/,-UES L8!17E=QZ+X67@/L8]5@5O$J+0_^*$H8/O
M$'66RIB*T:4!,9]<&\Z;SB@SG_H\ZP]#(;/GLA^)*(A9 5!5R!O#!*[U1Y6! -SI[:9@G)7]L2LXL?+J,+0M-.N:H
M*"?;SRQ63<4;)/]/6-,[EI0P#R@C<,D/^&RJ_\",3",VFB>JY_T&;KX[K$P5^Y2L(Y'IS;198 M#%/5G)$J24^!*'T64VEL[R;
[*,4U?>=%QH]NB\%YM10K@+7/,TR#S3M^%_AO MSRC<9PZ9FB,F_Y7KW3&QXCBY=L$:,44>@LCQOH9!Z0" MH?
@RZ!:LZP2/B.:"/@>GQ9=T7J[WFU35M5LL$CK3ESLRS!9^M5CV*K7S(GKV M#UBK7+L'4@GB*'LEY7.@B6@<2_;)IG
@L4'Z 2%L@%#72 NC85?_2(-V?/1& MN"JDP*ONL1B5*"PFN&%N\6K"0(E:*+PVFF>!R.Z!&KPHP);
(AYG<:K;-8]7F<6:!U*!-,/')H%^D\3Q\S&,O6!<(!9 MYJ;%MD9TU"QJ_ID1VW3.8A9H-22,2?
G'+!#9DWE,$CAH%*UPM5YS-D9W$(9L0QG:C:6:"UJ_"E'N,["\X[E!C6-?C8Z"' 525Z$M2$A8NG3=3=
M9#8CX==&:^+#I==!)0OM.-4^&A, [5YF-HA!/P)\)O1NE*-(PM"--G^ BT](
M[./7OQH^!L@%=,VPCY;0^(6H^99)50VFC_8FX&0V,Y2HD]G0"UJY:K*5PIZ$ MNWE!E)!G>_W;&^9Y?
H'Z0:IX"M*RRMT(ZBV)1EE+E[E((M='472%HG7H'K*(M62P,N=%J^\#@\!FC[+OX;<:1"_.Z(&FX,&/+-_#1C7XC)HX[
M%XLE&PPGA(O8V)3L/HH'&\[:;'Q(=*G;1@.X.:T8+I0$&=2SN25/R7[OA,?5
M]LE]\]VMNR:!!:ESG'1."3QWS:0DCJ,2=7/_;54EQ1/LU2N2G4?;HZ$2_3O<'EY97521G'567\#E?H-
0]IBH],M["VHO'*"U@L@%7LD<1K MTEV61]?8K[^Y1"'IIOL<.L2$DI]YRU-ON_R]?0X&N] GF6IP2%]G,5V&4Q,9
M;APWI,WH5MM,QW>\6Q^C/*F491@' RJ *>%K8SG2*?9*97!VU<8IY'-@7'>5 M
ZK81>5XF,TMU:X,/([[F@7L1FDZ>Y@X7MMUEVICU?EFY?I!">LJ0U1/!B M *1@2B98
R(K7D1R(3'G)BQ8C2[;YUD#Z=H)?KS/(M*Q7JHJS_^LZ@>J(L@Z3;R91<*Y'D)E8E(?J"0-9'ON;(L=8J\\TBJU -9]KR9X;
[OTV\/JP>Q>F+MQD:_[Y8]., 1JQ MM-@"!P?B:,U#F\1#:>)V4Y:A!]-JP==;! "PY_@8-JZ7Q.X[(XE^ ;H9[?,D(N
CH)BQ%Z**,'MX;NL5_%,4O<09:$P%HZ4,2>*STF(M&V]Z^ M3R\?OHBTHO&G*|*\<#@H *Z"O>/Z&B!D$RPF 68$_9SV
9)3?3K(\(-5+4W[MXL>N]U/BHQ^^PT-_^(;VKRCD/4DJTR!D9 %//FN5(MB2H1>.1X]N/NT0BO-7 MD"D?NMJ6%?
K]#5NA54O$Z.6+AO%SN4-1["?Q8^+3SXGI5#"RM_/BE'5=;>F7 M=16+[!?K88A?U_J8]^Q5?!KU5S)\?-(MU"B[^/?GX
(]..Y&"=C>/@-# ML!=+<*PV+Q299N$:9.X.)CB"C>S0!9?,&I#48K.62"H7?PMFT^J2'BS0-K) M^>QULIP%UN3,?
1!Y=18!S>T\CW<2LT"-!K<3J0:SP)/655575681(J\JPW;0 M>V81$:] >[WH676D!FCP7^I),,/165V3;9;:<*6;?@\#$E/W73O
M'MT1Y=O\;FT4Z(LCZ=ZM&]$ZX%X ID)Z_9;:C9M9'2,VF96!AN$@A_QJ=)_$. M,]O_H,T+9B4A
Q!M%7]QS#N0/H3N&CT2.CD9::=_&!12\UOTX80;EB!(F$OZ M<$=1LD__K3/5G? 1>UG3 0T@1$R#/[KUC

!T+F*GI0!0B6C?+[X;=V5%7=:$ M(5J:+RAFZ=&=A;VHS]/J_D[/0O^W@'H#TL LS O#',TI,L4LK!3FCZ&;M#*+
MK/\^:;Z3A#1?WB^ M7B?{A)+Y%=JZ:U=DME*8.);^ECJXF$ULMEHA@)*OD:(G_MKUW$S'X*<0XW^I
MEN.Q<9674@*.L%C2>7SIA.$1{Y1F+8F"3)7F6F1J+(D)&5AED-5S:*M85?T' M9J3D?+JO"4,(,U'ZJT'-
LS!DZ!:MJEZ661@<](GKA"O:BYT@B!UO{#++#0X ?
M\MAU/.]XI5XJ@PY%FU^0^[;#_WO^CD+G#:5J*]77\BY@JR2.8LB\&[4Y]@K;[P]>
M<$2(<6Y(P1"/AP&"^N;%V[8A]RN*5'P%J0+Y/%3)_L4>%M7MQS,/K%NJ.3BC
MY"#38DD[%6N_Z+,XAWYD:8.G(6=ALS@C X]F773KP\@(L"PY>.J^FUE"7A=2 MEHCN?5AV 9+QR5BKX6N
4*U16,+!!+>SH 1C)BSX:$ MH^$']\>NW)"9.[X+1IYD_&?3MRQ?=E0(P>J#=\RW;Q CU77AD?\UD:\B%S.8
M.S=JO]#RV3!D>IG$5E$PU02D>1A"NDA4+#+Y2)\T[DZ1Y"HQ6*<(2 N&.2)6
MY9;K4?:D\:GGA="_BR09^!Y827.21LGK;/(0L1=T"S@D]V.:$%G3U1;TT,F MG8AM"L_*RLUTC?3R?H.ELX[WZRC-
\HTLA5IN O]?%>/K.BQIKV5AX*-C>JPW MB;^1@R@8;&WS\VTJ*8F/%H^W!@*GW:'$M2(:#2TA5
R!9((U()Y#QX_PPT0R MC9]0^([?1?]-T(D2;R/B_R3-KS'Z"<.>EG-2%CR_UT=Q>Q'N.%!WOR'+*-S_ MNY/]>**^+=*TTO-
]$,:DB! I#,+#MLYTJ\V'2+$CQWMP#BB4OI#\L1:W'AZ" M$(NRY'4KR:$%!-F<7NFG=OY?PR"*7OP0.1ZA@JJ-SM-
M#:L/B:HX"4Q.?'GZ M&KRCT*>O<=YB09VHE*"
M.K&19!;8:S42L<@2FF/Z0)4'"$OMAAQQ_1_=ZSUU7/9A3RH[=F@:V^
M'AM%.^DL<'P*=U0QW,X"B<99I%2XG&9<3R<6V4*]LT!8WUQ2W0QD.VIFJ3,=3*+_B@F:93QZ"RXXX:2:CN->FD;
TUQ-(U'55_4<-UAYH#< MFCEL]8ADB_S:$L 0KL'PZ95YF$8E<8Q0U.J\R MBH<@HD=
JGQ!9BU2T3_\NBI,PL_:H4&,0$T!XY6D^7$/D-0M_[_"8'M* 9[E& M6:'F\#5-IG9A%*$X[:+FO+I>IEPZ9(W-
>5PNXS\29(=8C:)2_RA?N *:BV/Q MQW^Z*,0TNSO>H7?DR5(ZU";;2U#)-Y6=7IKOW]BI-/M!;PT I>.7S+?Q9KY-
M(B6IN!PEZVT3DZ53[.2/@CY$U#G^R]^\!JA\)V\M;?^(8FKK2%E27TFO["D MH"TI:!UHF])31!_K[Z6\4C9C24$]6?
IBQ(N;$/T[(<2B)GH)9]H'ZR2VUC#' M]<(\[P#40N4^XIPW44L(X,VW3Q$\8M66O^LS08$5%>2GQDYE4Y?DV#$GQ_;R
M2'_1?J2_V 8CY<_J_$P\?LF3'9+4Y-7@93.6O#4;"09:IKQ*YI">G6P6IO@E M"W#)T(*+4!4;&_>&FS!ES0+#2R)
<[!2KXY7A$C//=C4+XEQR"?NF37,F?R[E MRNQ]"XX[60?;,^NX&N@\^(6ZG;E-+VA8[69#KNVFRU:=JF$:G 7U+0G&\,52
M1>OI+'#,F"WU/9;L>Y;93-V77G*L(2:NG*_788(VUY\' MY$>(R""K>(?"[-8S22I%UR3E&:/,67EPCH0Z"%@44,=KBR^7S;
6JW"]/WC! M$:%'1-.RF5.11R>TSS,=X9Q2TR,F"B)U821>7J..RKQ,3?=J+:"/RG.%C_-ITJ&F5F-
07LXGCI.9&TV9ULAK77] DC MF!JBTIQ\?%2'P&_)SY3/L2<8A"%I0IMV./=+(J-/!X6 M"-+$'MD,>W?<*9C.O;/'?V3(6 J-
PD1K0#V$[CMF0P^>LQ9?D);!9CDL;-*,021GPDV.1&P03?ZB X)EI&="!6\I+XI+M7HS;5G MH:@^6M(+P!]K-
8MZ1:D]>]XX8E(/)<?[(4;J_YNK_(M7GNU9<00R9O)'VO[O:2$I_),L@,-RU$_![']KO[5=&.G0X>^,X$DH?[/,-%L,
MTK5!%LL&O;ED#T1,P>HZO1?E%;DX]MTMW56 @LO\47HE=5>Q)\TFKY&[<9WP
MR(BG,FU5.!X$G[QK*0C!'PM!!$GY)M5PA)L7C#;,[']"VRT*2;%;;RWF\YQ1 MAO?Q$"*2!HDVF?XG:7PK&FIX1\\?
P?,N2"+'WSQ_X,M[7/GH:8>\+7O=Q;O4 MF3ZL+.=\RF6YRN_6;LM]X+\K"2(*$PQ3Q@7RT=8E(2&K#Q^%T:;3,,+P_
MN?QX_7EPL]_P'H(-;[^:*UC:_Q7&Y"F[I_-[W#OST4=$)'4IC2C.-+Q?UB&H M3L*LPSO,[WO+
]+K]1#&*P1VD0W8;"GCPION^J3>]AUZ08JCS*)=T%(2F6+ M4:PZU;3<7,@1*<+<*,+TN/)I4X*ONHXY8K6W5>S*
G@SZ>OR%5""#IEX3RP/HKA'> M_TWT7D)Q]NV2%3]EH6,4\;D.YZ'-A?'7&G-!FJY=#56A86.ZT^2GQLA>F3%
MC\5NO]=!0NM:AB]K@_<1ZG/\=97_8?]*E++KU M2["D05V5;0D(B#_6N.E*Z32K-JM(Q)4B.JJE6LSDW;S\>_D-
MY%*+XDP8$8D*D6AL1&)+Q-2(@H)/P)]TG2E%/U5K\=3,WA/&D&" MP*W\OM6"IR:-"J5(K$J2AZXX,766)
X$*T0HH5MITJ3%#?4JWC3V^DT:#?*P MLHJV(E-N9H&CCM%LU=K3FA%B4^=/K3%D%1)4D-ZGCC!IQ)I
;*K&ATWZKG9* MFRB>0E[XVJ31I9%?52!)&%LW"TQUC/$ML*<5!S@+C&I:327&KCY*!4#@_6T:
M834$!>Y:X]PYDE:%*G,L_6FR"K8BUZK9#WLI(02->M2D MB;;X^%F@2O?M$YO!^JA#"NF^J1&5;E+#<-5;QT-D
BJ:AJJ_+@2FGG72!\[& M2E[B0)$,2S\NE*62$]0'ML9*4YU=;AD2_S9ODE-)Z^H#4V,G-P%V,U3]?=*H
M4J,LC42\6L5K"DE F8X^\>"LY-2$7/SZK0=9^J&,,6 V@3 /J# MN'&:/3.9_B"3Z$9QA^44GPEH%I=^$XRTV_*,
(:S&?:PA6CS>&@AW*(H06AT0 M,43[:W?(B= C\M&'XSVC<"\ I&W6TO-@ACT/B)$_3LA+L5WPCCPIUHJ)O-&
M0]J^O&^)VC@F!N1+K)^Z ML< M(F>UI>2"X=N[4:.&MG!8KT_1=12[>RQ%;&[]=4AE"<>[",(P^" 5,TC1OS0, MJ?
UU4E[)MN(FY#&GLQ9S4G;;7CD#@3#Q+$Q9:-[F#P9FV\X"%.G?M$W
7O=G)&&=Y"I237G_BYB(1BER^)AIJ[Z*E@43'*W0((E=X MRVJCC#]'[OXU";/4JX9?Z"OTCKS@0/Z*
<>6\/AVP[,9_J91F6MFOK*^.QGP[M>P_1NQLD49GO]"_D<(7 D]:S ILIF/J%I?2[?R5Q"#J70G6J\8X&FOL<='=8 MC2Z.-
^YHA%%> .R32K-,[S7:\]] MN2^,\ES3]'HXA,$[VM2^^QRT;UEU:A_TFGX.;91PVS+#9N*UT?4;!2ZKPE- MDO,?)*_
M*&JYU3ZOGRMT_B/-!6!RD"(BUW14--6 JPD$"-$=F=?#H&?>Q]66_QT8&W/ M\?A& [69IOM/!3'^&%Z9$<|=
IYOKH2@.?!25@AIOSQJS^]HW3;8MOBC=9&TH
MC.#U4ULBB4*%9U%,MC7:F,TT:8WKG33*E@8_G:K52Z)WZQ6]!)&R4\52IS+% MT[Q;2J&S2^.:I2]+&P&U10M7GS-
Q8.XLD-6:G2!AT'U2U3L*7P-8J)(&$;<1 MU8SZDTHCEJL%+@3QP?-$D_C>\2.1)XVEUICF_'V31!-/'D'=N_8(PYTGC3/U
M=!RV67)[%/8LD-8I=IOE8H+W<]++(4\IWR%E9/7Q\TI@Q9;K3"WJ?11,1+8,>
M+YQ^EE@2%YKGR[.S0)+&2RE*AI@TGK3XNR@!8](8ZL24*AD??729&:-Y@=|^
M9=K%,I6HIIFG,XM^*>H/E,@%TP>:1G"SQ$3$3;F:15\4)>XC,,C,$D%B(NJ: M+3>+!BE*="9MC3+9ICN:
<1AU;6W:U6*5'SN!^WCJ?76TB(>7,CJ+WB;*5"1! MYRP1I6%"*I-Y9]'-Q$#T7#-
S>!8]3=0E*E[V\CSZE:CC2)A9/8\.)7KO7SV3 M>QZ=1W2,*6I9YO/H0V(:,[6&JQ/O.F(<>X)\^WET'S&-31$6YZ5-
2BR"JK4% MYM&11!UQBNA:E .-V@DS:46BCC7UZ@\#-B09!>;4:U#DB%O4!Z7'"%@6^%E7" M:&6,
J^+JF&BQD:!SD7W,%6IHT#IHH"H5P,ID&94WQAU#$*]HDF.H46Q:*N.
M4J!J42J$)5D*'"TJA*!@3!$5M:@*&C5I'JPM>H*\5$Z!J$5!T"K94^!M40"T MRP85N%ND??DUHP)1 \CP0_>MY;:L?
5KOT";QT&K[E!P.7AZ?Z'BD/?+3#J'X MW-]0O#(M;1^11P(:GX-"L,>#;ER?S*$B?F2CZ:VH"RS9T)WKQ+H>/LP&27A,
MC2O14"!5\FFOY=7V)4+G6*M2ZWI2GV.ZQ6X%8[RN:L)A2P^B_D%E[Z0:]NL"F&F;7[N%8;N@DQH\I_!*=BNLM
M+VS:,@D$C2F"(IT"[52P'K+N#K]X[_]:UBSI27 MQ-9>!L1EZ RNYB(P3[<9G"LJVZN]#,3350=7=V*S/GQA=>=
(YJ*=1DHJ^.NG$ MU%-XE@;RIAD_8I3VN-KTM/-6#1*?%'L#J "_:.73K2[\8(/GD_6G@-V\VEO2:$>%.7AJBM?9-'7G P"N(?
0Q91SP,JS_(#DY"4*!&"X])050:.!JB=@ 3^>B.W7BK6>YFJ7=P8_E3Y MYZ3-G;U@D\.P9U$F]60DGO14&+67_B-
%L8_>B#P[.R0+'J+AK*S U)Z;),8_M?<.*8)$J6GEU7K#&$HKB4)U WB+, .[Q._[\@;QW] V#LA,SQX[+P>0K
MZH!K+V/X.HJZQ31OGV D>_HDG/CY(SB1\/)5P-*;'$S5V>,X3?S-NGC8?1W8 M)RH!57W^*$[U)DA.TE/894"?
J010Y>GC.%'WW<0UI<:#\VKG^D?GW M M6&>I";+>&D "4-IHB^>-TXN5-,\)-N(ZV2K-9N.)\TBKJ;W5M3
M&^9,>:KNF#8*S.WCLT66H)^TLL%^%H@;2N3CM(RE@L^3?0, M\+3.C^8ZO!4B;]*D\=07BRL\.K,
(G>SWZLX#E[U28NJ)ZB4G'PK^!J3%&6"S M3VI,?6B3KGDP'#'.)F]TB)U#DVZJ,2 M#A]9/9%BS5OY:2K=@Q#D'/":%]4
MV5.1%"AEG(8AQ(DCT2CMB?W$1LO-P,V/ZX$49XM30]6T)EZMIT?*FSCF3!2V M$V%XP
I'0R>K/N+__%KZVY[B8/W;!4;)YC+8'Y ?I4=7M QGZO.,LB /:7]Y M[^R1-(6K-LAPGLCS1_"\"Y+
(\3?/'QA5Q^M_)YB@;GU2C Q+Q[21K#!W1&.V MM5"FIQV^I4TB"D.2$4YNU\6Q'))=N/,/)]PT+FSM8
PL;/@P[Q."ZM66&L'EA.\).>V,L3:1G]&$4V*%^^3'6%[FU(F4QUC[ZXFKQ'Z=X+)\/H=_M_^<9?TJ"7=%H2-
N78ET\WBP(41@SV\=_*[>.__+K(V%87"9?_W70;67]RX4;_MJ_X^/,8XE%G]#0H=W_P@B-*%9^')%SO
M2"D>31&\90UH=-LN+^=B*OTU.G_'BA[M]AN$7_%E-E,THLEZN-G]!-0SOC%=^/H\>E%YZQK
M<\;'JMD#H95&H_(RFV;;TF]-API^_:?%/WXWP]]>O$\R92!=?V*R=B.B7E5!DK+3?CXX6CJD6FETFTEXM2XO]_M:M,[!-3
_9Y4KII%6\0R%64GU;M-VV'],%5X/]/O#IC2H#
ME"Z=@XOWFFKL6!3&0")""VG5?:*YDZ@OG]'@E.7&)PX6;@JL*J2>F1SXHBVB M67&P_8.&R>/:<]](4^B.V^)IEMCJ]

(:DTU;1=SPM@ES5Z(`VR]#I.T`M"S:^?3GR,@<|2Z]\REVGKC8^2;'F04KB71`2GM2SIZK\#HRP8;XCH"@JH!-Z
*M..E:*N8C%0LLNB1Q/GU`M@2H/`)8$<8($*YQ8O4D3##<`,$=$!4>31H-RT*ODYO2)*`BWIK>H1@ZSGE&E*
M36Y$>X7,=$(D9X$R,]&4%1R;H^E9G("V-M06"SKIXFO]Z$3]AZ).^E#:A,!]
MK.JD43'(RUY57>>!3UCWO1]>/.DB@])X92UD=HH2SG'[IVE+`;WR"Z$)HP_"`M!:5?]<<+4I(ON@N)#-,NJP/?
4[2NPGN#V5+%>"@#/Z%1ZRCXS6O]V`MALE+^987\PK`RHQ"CF3^;G,W,BB?QN4LS5S`M#"_JNZZ/]
*(3LTASIBW)N+_*5R6G-CV,`_1MD/Q+&^<']/5/1B!B#,;6YQ<2,`M]3EJ_5UML\9"6'@990<3D1<WMOY9N_Z+D$SJ76@*
IC:W"G+A9IFYFE;\A7>.!9W+6_)+%#6:P20]#QF`M@=XE?=?V"2@)C+68G/9G=A:H&TMTX+1=I]H$K"A0#8<\F-:?
9+]WPF-F_$D=`M4>=KC">,B%&:=!9=J9\;\:D!U;2Y2_B=T:*L&O[U-0PBXS9"R9?LH8VPCS3-`MZRH)BXR-U-
S.QI'D(5?":I+Z"XV65FZ"<(M)'&1`OWBK3F=T:+,N;\;V&\,>^AP0O]4Y_TZW#1*]2&5"*EC:#8X`[&B^9&
MD+,-3.MM8KS(YCRT-M"MNPVX")\"C_[U^Q'W"6,>=`L85OWZ^)I&M)+0(R*F`M+?SO-'K/6<=>)XY&"7E]DJ!YX)Z-
%NYBN1,`.T--->2'7,:X9]N"@.`MJ4DB=L(8DHD874R3P]8`M]`5V+.NMOPW"?8KRUR")6>L8Z_^"#RYD:(&V$:Z\4+1[
MP%WP@<+T3^[>E?9N[^N3TT"D-!NYCR^9;GK?^`[3=K$"5.OP);L:;G;U"91X`M<6P>NJ240!]?6I+2X29:=.1F+X?#T
]0_9.]<]+GCT""DY;#IW"$>3DB1AHM`MB@#V?]J2K_=_\'B\UB/*3@`6;M01_4VT]Q+Y-?SN>B>>FR`)=6B'&3\3TJE,
*MN4!OKD].ZL+Q2*E+O1`V2UN<%H-G##D6&#SGZ].X!TW`9$0V"-WK;@F&Z=.<`M.:G=H6#*'C./JA/]66+*.K$R`|*
<\L#Q\;8\3#0OS.);^3#]L:E9U6%Z*,ZXSZIT?L6;>&>.Y`MG_XJ%@S/1I.7QG6&?=\5UJH]8S2/ZZJT&=K[2"^;TT$.88A?*
VJK#N&S:UOSA`MNJ_##'0ME)^BC3`F<&>]2[%W'<7NGIAA5CYI-;S:TM2QEZ@9^7T>1\F9EF63T'#P^G9=36/0O)N[%
MQ'W]{P33RJV/Y>2$WM55O$/A\\{Q,\?3?>"_8U$;?IDJ/]_<7T22N_:]_'8M]95C#N[Y(,J..*
M0XO?;_'[3>P$QL9^ZBJG4<<3W"9#BP,0Q"F,[+(TU?=>/((@*]{O7L'E)G33`M6?K(280]T`[DW!68.H9U[$+&,
*[#KHFV%6=(_`9ZBEC5DX):$HXNR>%FB+)8H`MBVFX\2"@F)4QGH/5**
[Y$_M<@V$18GGA"X;N[1FW^^(Z++2$F2X@):&ZQ1%7,`MBQTO415+5,74W*M@HBI>?#>.L/2N$UU1FS-!&ENB+,`?
T238P!)EL419G'!6`M793$)1@`J)=YCO$M8V,[2W3%$EVQ7)8ENF)KEANPA)=,=+HBKK)HY\HB^72`M+#$6RRE.*
*(<9B@[8N9AG5"(M:H$+GN`O,E.,4PVFI^*<=0G'TO;W(AWP_K9$,`MS8'VK(SY7J3NW^H@>S[<*$*MN?*
2U098W>YF$A"\I[;D^UMK6+YUHA\4#\C^$`M2[T['N%/Y_&E$X9'UW^3V8;5YMH#S7.B""OC1)J1^A0Y`PTWY?
*XYB&E_F/T^`M\,5INM*AUM!XYSJOI#2GBQ0I7#+!W@U=KX,$$R=^E0E?R_8ENJ+\P1!.@)BL`M"5'L`@_+`%$J6*B?*
AWRZ_9>)O8F2X!WQ^#$RFU^QZ.0DGE7\:Y(41")B6;T`MT:H/L[;A;T[X&XH)AWE"ZR1D&:9@[{(9UL`@NHO2\Z8PP>;*
*[$"9856H\7>(G`M0C#>&@A4IV0VA-&\EL(@F6#O'#8;-U5@'QQW<^M?.@*L"?!;QD9CA8WPUB-!T(!*
*(LWIKP.DFFP#!U]@X`MP-T:^=Y;)D'0`=O5/)M/'8FN0IMK)R2=/2/F@F*FZJY=$=X5)@(AI$=BH5]M*
M7R)$Z5R)CNISK(%RX_K$?JYS(Z13K&I[;DR=<0$&?@$U\A?B^^'; 8@S5M9`MXX8I(K;*)(J3(3!:^;T*
I_NE.)0I>]D("+CE6B([&C!M2T-2,8BWN=)7RO6'`MEW%Z9&.;^/\CZ>9H\U^_BT-JULK^$7,P]!E?
*>]02^E^_B]#;GJ'6NCN]\/FZ`M?OSGC;LOO.F.YPF+D#:H&VIO_>.^8IWJ`M`G3=.SERH*7^2Q9N16_AR-*
$AMN437,@=>B,'O=W95[D&`J_:=)"@Y&]C42)#`M(&BTN'MB-0G\/VXJ%"_@CB)'7859<*[12%"0.>3ZP$'A[8.-
*"Y674N=>-+US`MD,'?X97#=?**_E@010LQB!,WQ.0"&0/*4H/T?>#+%7W`W126+8N(ZH_(R-&A`M+#Q*_=TC1X)*
<9%1QE8\<`=J"H\C=/AT\:,N.,@_^R-&BAPB5*("1(Z3]\:Q'`M#?0!\!>`SX12`,+(D:''+46Q"]-!@CZK;(^(&#EV-
#FF;CC%R+'3SC[E$1=]`M@/\#0&8Z`-L<$&P]MMD6_S$=9)QBI1P]'O0@5PE0&3E"VGEC2T!+'_#_!2]7`MD$?$3
*<5VCQ"&F$S`Q<@S`C';U""?B01R>6?D3J6.T%?$`MI=&91XH_8,*_W)$JK]&MW{1PO?A.LG%CFYU8%Z-)*
[YL=8:)V@;QT(R0H/"I`M0T]!G^?.L09*;3=2`P]_['BW;K]`H*H%`1+A83$'+N;`=$N*AALE:XW5,GC2*
*MNR>?,VLKIN!>TJ53^?PJ"?$7TR8*U')#?\NJ\U]_8@79)9WD_`WIMX!'KK:|`M=AF\&VW^(Y!KMLDI5'G^,*
>=7OB^3_J4KX"IX]72^)8[V-8A]G=P_1Q6K_"> M[TF%AOZ@SM:WJY>)H+A''_0GL;"B-!D:"UHH<7K;+?*
U8>/PFCG'O2!;UW-;GDV04K6`M^;OC>L2V=1.$3PZ;&W^^^>\DBK.4)5D57&/+0Z./]!9SNVYU80?\A:`!G3W
M!J"6KF1/(41Q29XB';`R9@F:`.,L-N8I&BI.V%@@,S@SJ)!8!L>"2:4RF2=`MA(K)5,N2.@$$+M11!-`LL4-+*
I)#1V"$^OQAY](SBH]@U9@(LW,ILK\7C,7(T`MP`R>,H6`\480@@D?Z\L?-7*DJ;,/==?4I`/Q>G-WC1QKRH0D4`-&5A:X`M,
*<>2V_2(__/KE1L1+"8A8HJ\49M,M*0P33:%B98XO`RB=!_/F)8NO$#84%TT`MVO;V?5J%*7&\9Q3N)8D(PN&@`)!FID@F3*
&(D].:!(&SU>JF+W[L>C\E/OKA`M.SST!W'JC["&^:!@_ESL4Q7X2/R8^_9SX\`0C>SLOTI+AQ@L^*EBB7]8Y`^55`M+%
[W$)(4$G[FQ,3W>&H^)[HKV3X^*1;J%%V\>_/P04B+DDE8'O[S!("!R;F`MP5R',)$\!AIZI:"7-EF-*
@P:N1#$23,CBX,R@8AQO<`8#`<1H@XP`E5*[K0)T`MX6=2$F0A!X88).)%0^J2^\A#'E2%D`X"_O2#(7I1
M%49J(WY]GLG/&+VZ{IY{M9=DX9:>=WXA$()?T!"EOV$.`-Q"[6"4X7KE>`M$KOOC)?I^G---K"YP2="W*
9)G%U!.A1M?D&D&PW:G+]CU+`^A+")VRT1$,N&Q`M5R18Q[-GLS['8&[40&.!G84R)5T<^0M(_!5]?A$8&D\F:?
L%T4X\+6Y5`M#K-K0[GU--;Q\>E%Y_;7YMBKW%<)):*RFA0,\7@8(*AO7KSM<9B=34MF%6.U`M8:%FY
8M51[/[VT^L6S/`>2&2MI+^Y'@E*9!1T83L=ABN]\<E&"#6);?D-&;AXW\#S51=B1F\N[8$0B"8_<3'XR-*
O3P,%+K;IF>S_A-`M3C2_BH*LE#8DLIUV6L)TF)C2YWDF3>WIUO3*9[PV?M`V0;M6S!UJLXAQALDG`MXD5PPDWT)
[!$]T$X3WZ8@FQ!P@\==I-Q.9`M&5)KC;&2GWT#8MI.YM9GT>OZ:_?@(2&541C$O1-/6!'B;?SRW7<_=KV-S-SQ*
*MG3!Y6?&?31]SONRH$()5%>^8;]\@1JKKPB/_:R+F12Y^XN_<2.@H4)P].BON`M*7)@&?*C(X5!-C0H*#&RY[!6)D=%^*
&-#34[,!=1B,44'Z,C08S4FMH'9D9O`M$SV5XQ@1ZR#CKM7:V57SK18!U+-*
*D5LF#3!M5D8>*3:LW[Q"W!ZI6=7L2&8W5YEC3$GG;`MD@7$BL<#"`HC^1?G/OT?4I3QW?'(@\[_5\68L0Y+VCO+P$?']*
(!N$G\C!U$P`MV-KFTZP'ESB!,,X3(HD)3,FBT?8,4%R*D$`@F;#<)"B6].?0\:,M"B.\Q2<4`MON-WFI3FVAM7W6_5-`R;V
MO3Q1#=Y1Z%,AB'!BJBIY7R]$'Y4XTX./W<.BYB&`J>/B1^*"6C!\7NC>.& M]_Z."VGVO-
LUNK,5JFU\C1=.)X'5W&:@`E_TI."SU`FT#$MXK:O!I9NW1`MH8;P@KY04UT;#&I8^QD+R&42ADB<,:BYRN@"
K2,>JQ)5F(Z@^QM4_`>F;`#`M5#`E,$Q!1I-R"D:K!97%A-#!1D5:F$1[18P?AI$%Q(;";9DL1+#H6OT`11]*
*M&G:*D"Z^K0LTQI2N98M=O1)]8Q2_(T&=[(Y:PMUD+JRR2*5OL!QI1$I?$I;`M$*
*H92_T(6+)G%3(V+#Y_BA;ID6/O%%ZD8OP>:817;PQL,%]0"SU?0753?DC`M1Z1)R8#K*AAIN.*
@JH[,9S%RO)FD\9),O*BM-JF37T/R\@[\YK&D*I+9N0-*
M>@==#6\U=,_)6OB>CK=65,Y8H\%K!D(+E\M\SIMI1%&8/(YY@6SZA#EDC?G/BM?TAB_'.`D>&Y3G8.`MTE!STU^Q%Q-*
L!!!9.+O)+]A'T\6Q^.,_711BCK0[WJ%WY,DBJ=4FVPED`81Y=FY"]`^$$(N:]"&<"8RM%5LNU18M+L>;;__D>-
*C7%C3J,Z<)EGV1`MB2OD%1J+&ON335WR><:6A2HEHF0BT@UH]1(4"6-^AP&5Y.)\ERR1984`M">-$M<3ZZV*LD_>*
R{UXMC30R%D2(7H/PN[!%(+.[7ANKF$(.%'8W=':P#>+J`MD<7UDX5@)YD,"DF>6!$(7
H'D?,#GW:O[:.QZ^EQ&IX3X2>;K!![?7X#.Y8`M:U[E,OV%[NCB2/\5#2O7VU96ZE%"J%`MB=:`>@BQ`!RC!\]9B^]*
[RV"SFX_"F-DX_ENY:?R77R])!R04'IPP/A)L])EY([S9_K-78Z4SP;HV;KHX;`MEI"(8,/=8/W70;?
U#2M(^V0OW%CU=]N]Z4OQ4"+=\,?.2U:VSU%8'5)% &(`M&A;T?PY(_|`V/B$=.CRK$#SRY6\PN9=]PGM$;VX4A]3H\N
*<*0,HK\K%48V)`MZ*X"%%SFC])+J+O*O,"U3]1/R6OD;EPG/#*:E,"H?0D1B\M$FL]-(`M>AV)AAK>T?-'\+P+DLCQ-\|?&*
/'E8^>=LC;LKQ-O$N=Z<,J),ZG7"&I_&Z-`M4K$_`JXD5BI,,$P9%\A'6Y>XUE8?/@JCG7MX0.$:'[+SQFU\)9_0-]W>!$EX
*M"N'*YO>B2*3JE[92(9\&XEE.R%;P7W9.B*+;*$K0YM9G7EN%![IU">-]Z"@[`M.']["]$;?@Q6]#'#V-X32QOO-%IF&-Z?7-*
CRXV6]X#\&&MU-%2SM_PIC`M\I3=T_D]IWYZ",B,J.41A1GFNY=R(00J-.SPBS#^TSO.\O#TBOU$`9KA#;1
*M31CL*4?F;5=]<@^[+EVVY5$F\2X(2:U5,8I5IYH6.HM'.$68&Y%HG95/:\16`M\%7'*5`A=-<([YO^F^B\A.-M&*
[&KSOE"QBD#_QS/`M0YN+8Z[Q90.UPB\T5H6%CNM/DMX2(7IDQ8_%;K_704+K6H8O:X/W$>IS_'65
*M_V')'2OUVXI2S[NH)ZQF.K0I>_])H?KHUB?QFH@K7/('6B.P*X2W0X),V6T)`M"(@_UKC=1^DTJP:?>\25(CJO95K,Y-*
V_'OY#>12B^+,T=;GD<;(LL'+THA4`MR,FARM'?"C&W%83(8ULAHT0AQZ"C"[^HN]$6:0H:/6H57MHB4"O9+(@R9'@*
*M0MKBUA`R)I-OKN[Z8S$CBM,$C0SI;6D+YB30:P8=C@09O.MB'!LCN2]*#%4I`M682]+8((3M"8:.<IF%FB-FI**
*+PJWRVU`+V`0-I!*E2T,[*VF8NE+8`M2'*

C$R7Z0LY(6&4[@Q"'F1;2M]!3"QKT5D&B$25:O)&Z'$-715(#C0+ERR#+]BXH0!A!/'(< M=$S(*/"B% <<,N1Q;7ZX5B349,CI.L'!4(\!'"J2:@JH23CXA!' E!I6@]9'C MP#B3E ;-0Z[HUKL#NBF*0$:'20M72U["A- @53ST$AHF4:I/\;[4#&J003?V MKK3EA_2!A+\ /7\%VP9D=!BC"=V#TD>8\]8&2'X%2 MASAD S(6>B$,64)9'\CX&U"2Z.R"@8PD8Q2CDM+7!R+^#@T1&CF#?>#C'Q#Q MH92-V(OE Y+#Z.14QUXP!,E IIL-V0M" (*GZ1A(M>\$2)/U7(0^S%QQ TO>, M)7+V@BE(FL^),9Z]X >< G!*OF@O& (G\ HR3WL!'I*0VY+!V@O\X(3:[MFR MO3@GP$FY]IFW(VZ!X\9I"#K$%CBK>(="9I.-@ZIEF(O'6TN0KV])U@2'/W9> M=;!-Y\[?8?G'9\+_Q$7?!".MH? \.11%"JP,B)CK_[0XY$7I$/OIPO&<4[@7H M;INU],&82A\,G<(^6(^FS:+CZW=RZ_"G6DH1\T9#VKZ_K!P_/A!Z*ER\DA[M88RC]"RT7A@ NQEHO8N8U5X&?AQBP2%)GS4)0H7#00$@90:2"5 8FE0$Y(^U M6.8N"&.*0_3:^A9RQ\+9NOP1$8P>]_;M]PZX0W%,S-"7(<)*LY3TN4,'Y>9% MG.T35F^.'XDHKGHJ&FRQQ6]- (7/W:]GQ(?_? ='OJ#>'TB"@=I:MO))MI4S(8TYG+>:DY[.]<@8"8>)9G*G0 M?\,?#,P$GT7^T;]I6^(;DPW?X%OB.TQ- !!FOX-U.SBC#^\A#==+K3QR7)#Z0 MR]=$0^U=M#2\Z'B%#D'D"F]9;93QY\C=OR9AE'K.\ M]A=Z1%QS(7S&NG->G M Y;=^"^5TDPK^Y5US=&8;V?O(7IW@R0J\TG^A1RN$'C2>E9@,P53O["400I? M202&SJ50G6J\7X'F/@? =W94;%4>:AW[1^">\ =DFE>89WNNUY[ZYKQZB"'I$ M:^2^D_(_$4J4SH1?E5_"EZY+XSR7-/T>CB$P3O:U+ [['+1O675J'_2:?@YM ME'#;,L-F9PK7)V3IQZ'[FM L)_Q_1BWT\20S9)=/3:; M!"I/,\R97@[;$&,M4PIYG*@VPGI/G$? \A/L)NB3/HXQJ>(.A;%YMUZ;/F@D+ MI D,O--NC(&"LN)_UL&;3Q(#10VUVN?U%^8R &Y=I2TC3&-F(804M1-9% %CA>+> A MB',>"0ZDXL")2!B]** 8S%Z]%+R <=#PM[Z$TKCR_%64A$>/!'I1GZO3P!_] M)3BMN8HP,'VDV%#/[& ([3+='PH\4'4J)$?D=J8?2C[QQP*FF-KW0_I$C2\\T MRTD'@ R_>=E:('I!1H)9IBE*PQ@I!K3XI"BI8^1= (K180"4_!#+@YN[^M%I M*)UV,QL',M0]L'F1P7WDO1[4#Y^;$ 49>K/W7:!;CKR5@_KQ=\U"@XP@LQ0R MR98.FN[X7I6 P?MY*+\. L_MG(8^^EH(X2&XB)]%J9%:/O8F".C[4 ML[=[P0E(D54Y.[P7E$ 38972SWO!!#1QUF@&>R\8@R;NFDAN[P51T.1?4PGP MO2 +FA"LGB#?"SI RKSU+/Q>(("!&ABK;! 0"_.>9!";+,L02^P M0Q-6->H<](/D)*JL)9"+RB)})J%6_H!2/01%#M\A"]8 6:O"DO/C&6KHG< MAHE/ZQW:)*2W^5- R.'AY8(KCD1Z:3SN$XG-_0Y'$-%1\1!Z)9'D."FD2#[IQ M?3*'RI71B2T715WPR-IWKO/J>AC? C:.JM,$3##7=EZ_R&5Y71.$P(+6,:2_0 MU?8E0N=8/U"K35^?8PT4EN;4)'-@ A&$42WVJ:C,_-Z($Y1? TS_S FICM7 M6$7;S-I]7)L-W83X]N:_[DHQ?655T)KF02"QA1!D4Z!=BI8A%UW.1AF7J]O M0_NS 6EOR#")O#U>\?_^E:Q$!N+I MJH.KNF#O2M%Y5P!7%Y9$F[>EB02I!0\YA&P8'.F(ZY#0P M]CB"/B0BU&"X2HM8\V),4@Q)^_%O#? F)HGQ3]_P]XL@N4J:W O^ M>BARORS>%[C>%UX85K&W_'13RB8GC-6):.UXG'9F!A:TW:946)>5W[6T.1R$ MB2E'MHNB'-U7"3I_C>AV-6SK@@5 =F)1#LL!(HTJZ6,%(@SFV"8W7&*[5VA M-7UC. [2>YTZ%S1;QK;C'+^_S!_+>T3>,\IV88W1<#N9E4P=<>QG#-_JLQ7P/ M%$C8T_-'<"+AY:N I3'DZ_^40FHZO- '<:HW07*2R,PN M_I,)8 J3Q_'B;KO)JXI70;VB8H!59X._D3/MS$*#1UK=2VP9ZL"LMX:X$_Y MQ(.%>Y8=CP_HB;WXF\S\CC;7GVL\5-HDN-M:L,Y2$V2]-8 $>XFB#]M&PSHI MG1-9 K$F&XAUBN4<,HI:BVNV^3HFT+BJ/5%+W^+>&I,R8II9VM]ID$Z[25_6 MSX9O8I])V&=WL_Q($30 NYDBNC2NV)#=3P &$6N[&4:*EV$N4J]8 A14?8); M8Z28&9!^^L,3P"!U?1?*2!$S' 'UAR: T?WZ#IN1(F9_^ND-30 3(SJZAT:* MG6&(; !< 4HLT7=!C10APQ#/;))R.CK 1HJ='HEG6%P!S&(2.ME&"G^/M#*? M%"X=Y(TE2>D1_^? 7,E/I*0[6OUV0S.[+8$^:FM)J<&4#":9$W(DI2"<[DI]V M3HB:6RW[S5T%E6YM>WAB)2 M/YRTHI2F?-0&&0ZA? _X(GG=!$CG^YOD#H^5X_>\$\XI;GZ3$8@&?5L\7AM5K MS#:\ [[QW&>>#W"1!Z7CK\"!)1ZL,L;Y1#4K]%3\63N)9#$_Z&44T7U6,7':$ M[6U*45L=,YZMVB<"86=P_J,B& UI^U+LB\>;!2$*8V;[^&_EUDFSY4?R]'+? MC? JO@VXKZP,CW%CU=WN'WEF@2:4:0K7^1HEG]_(I:XC+6_E0W6%%M1SN6;>/ M'_ZV<+A2]3]3"6-3TDX7I'"K)H:F,M:T [JG:[1J[&T5^C\W?']*>B+0-GFDS2MOG MAA5>TOH\8N&E\KNULWW$\G_HKF.TH60GO7#\L>,C2Q*!&*VV],^F:;"R- I13 M??'=.'I\>M$YW=H.?&EXU^@VRA*4!T1/7]L M?.R!_B>SBZ1'*RH$;O03X[MA+!2TZ'%4DI'IVR;]UOAH+-5>V4MV2WJ0^I&[M_MGQA"G$_7UO?-27@73]B>G C8B@5P5)>FG[^>!HZ9#*Q]%M]I+5:FG2'Z\P MX[]QW+!/ZM3=Q6C1G9$0*F!]#F+RH@[90^;<\ Y- %UL0C*!1.+7/B/(M0H M3K9O[D3ANTLZZ/%V>1_X[_B50^F#%]'387^_#*+X/HC_A>*R+2EC#Q59S8;Y M]O10F]Z1FR#,_HF,$STL V]B>L@N5THGT=Z26)_P;=%VVWY,%T@,]OO IS>J M#)RZ= XNWFNJ7&$='0.)""VD5:")DD5"RW@ZW2G+C4\<+ RFI&_U:LL +V_5 MU>,'#9/'M>>^D58Q.;U'-*G6?4TR&P1? _K_VWNRY<9Q)'^EH]Y[IV=Z>W:G M8WHBY*O&'2[+(S;J)ZX9)>C<.<%^.O"R$*Y*JK-/.J;O99RE6?-E)O E" ME$D]^\P/[[&N6<[)J'C0I?!VF!]I>VX96I/92QAX-_M[5;VV%C>9).8!"OG7E\Z;OOAY&HZ-V4LTN!HI8/*\@ZH/3)W- RGWE/$[+&E6 MG$&6=U+M(1368_T#9633$)@5#XSE?5J)V4#2 A/+NY@2TT3ZTA3+FWX2(^?F M6A;+^V02HVV#PA?+FTW2)/#613*VMK>DO0UFQ3.]X)Z2D_HW)O6U_2"/4J. MF:.P=Z8"GEZ0; [U3XMPE/KWL@K4G\N%K;?K9$&L/H:<7#/6"SX][XC2H/^H% MX]:>.]O5-/6".VO/D"=75_6"SH] [0E17:UU4.W_!Y2Q]GIT?4*L#22SO@>;@ ML,$]T--5=C,&Z/+Q @#UPN,% '0O +CH[A3W/D@'5C#L [X$MT7=B54W@QH8 MV@:K^CF7 \KP35_Q.):?C/QES?LE6V#/7YE1OM-W0D;9PX&UF?F@V[;PK=- MECO0T7B7#Y9MF@!F-G>LQAZKL3^(G_B\13H&:D]$3(-,M@0?NMJ;+A$REM28 M9]QH\4X9?09"RLB2J22\- ML)E!/9^T"*H95Q61Z'9+=SPO?I2K@_H[I3I7&XC1MZ]5Z'2'>;7]OLA%MP_/!\(ZJ M3H%ZWN_/+8^KK^Q=L"S>@C:"Y3#\,K8X#P *IJB^:>VYWM[_QL/X5CI%G$"L MS>R1Z*^CO9(QSVYPW#AQME@(^S<=<1#XNMZ)YRY(PC:T(XS_(*13 MFG+%UIZ/.W7E;#&)J]T5%P-]XF4)>*'J8@ !+WG[9?!!'3 =D9V%[MM^TABB M&T-T@^>J=>4QNDB4=W+Z/:2NZIPKE/%'(]|5BU^',MH-6^GVY^[J37I<4/3; M7O3W&VNWOO*Q7X?>1:*\;W4IN PI=["Z#)+5.2@O$ON]4Z_H]Z3F**] M$!"BXVY27-Q&L;?#=/VICRV(IBO>C>@Y @E1P=(DBI)=BK\Q57),E;R<5$F# M[2U81V "S)W&OLI?@RTLLP5Y,0,&ZIJP6KR9+EI/Z&7=%H_'O&KXZ[#K5U5) MH5>/'ZZP67;?3K5^N32&+IFVX<&9%WV[@V/\O1\S,$KB<_&^]+W$ OD&+6]T M8@V/WNW"]V\< S"CT'XP0^8'=LBEX[Y\HNVOVFDI&OR:OU^NB@>76ERQ"ENK)1"+A\[NM"&E !? M.?O=%[>_G5D 5%Y_@0@N1)S![2- #2=_F3[O C2F3'KW=:?M]HQ]U]*/:X"%H M;Y1>.O[MNSQ\]*2.GM31DSJPG*R:[A>9,TT7_6T,^S$;>T#.Z&Q_+L U_CRZ MQD?7^.@;'UWCHVO\W*[Q9] *$4C@-B[RRIS154['83BZRD=7^>@JI[$[HZM\ M=)5_R(/NZ"KOQ%5>-!X#36ZP? O"@>SL4]B2(61Y.7B+MU>R UG/B3ZR0,^8GZ M0!YO7%:!V?-?/_UDH"G.#A(_86R"+7QOE(IA&7@@SW>!S\=F M8>"!\\YP6+ M7ST6 5.8P2O,L134!J@LI-0*BTF(U(GP?D_\"W?VU=FB*3&)KYTP?/?\M[&P% M<6L3S,= (6@35B[G1C[P;^#%P*O-=4?+:!;H,2GZ>$<; 4=.M*D%0#9*X"]. M^(W%* (7F#."3:AH+X#26NV""EAJE:@&&H:M&K/TT<*MJI0V@HB%TWV24\$8WS M*CHP0K;!4_HK2R_6?@BB"&"? KA;.=YL0<(Q4EHVR$F*I,-YSCXN_?F!.Q/+! M[Q*9+,)*$=!&@?P4LCT8%MF%[K#]G+CEAU6[-E8#] U;,7BXG+%7YBS"F8SVE7(MIBH-6P"OAHP/,DB,?9!F2K/=N_-\[%CJ]XXZJ#J34*U-)-KS[^T /6><0QO? M&/KC*@0F_<9\S'#I?$H17LVKJP\<[*/K;FSI)]>&#?;:IK9[!8#&:10 :OYV M$I^IYT;)P.&HV\S_+2=YH[G#"4:%CULN(>6#"51:I$YLZ4=7!@V':0./M!SK MS1,'E?M*)[-2!:AF# :&SHLLA4(S83 @M#YB*12Z&4-*))7W5R64%,.O.8OF M;'O1SGFKVJ%6JPPG!IK]EW)IT#AO0%(T\%,J*+)YYF!@J3R14D@4@XF06 M02*5L5'=3PN2XUMRJ2IJ,'D%TQ?]":L@C!S1K3!9_G\2Q5G\A*_JA.,]R[O/\.' M3%UHDD'UU 7EC.&Q7Q4(*MP7XX9,V]&9)8IXD6[.L-$5C4I6!US4DX8%ID\U MJ\9&CV\=#)V-6EB*CJ99 W+M$2I6P_*;@+'G #F'*VW>#* M5,RRQGU["NS:N;#[0#Z82$NJ2J]M\CV(M[H^:Y-IOEG*MCR>C? Z$@HSL+,UDCF3N#V$Y)_#&B:FV@(/;I+:5MNS6(25EU M5.QZ,O_WW0J#5P\ OWI_CK#_Z4'0IY=G*3I+'1? 10E2*Z8X*0(L%B$@WO>F=@8!XM@XOZ9>/),1ZNB38B,_M2CI5N5(.+)[R#\+ (M%OPO>^&J3&4_@W_3P_N(*\VV)EX!E+A=K5B\JZJ;3C1 M>EXSE"\W#(2NZ_&7P+^WC'^XO\S2"OGO-H5O3N2Z,'

96T;H*9H#Y0$BOC@Q MKFZRTW.42J:=E^RBE'TY:\J:1I%EO!//;Z(5A;(: MI9]#<).HXZZP,EJ[/*B8&FM78&
<7RZ?.HJ<|^RR\(7S':.QV-8()M\%88. M^<72D__1!%3I@B/MRG:1I"+Z*9]"#V;LL2?->UF@_OVCT4.EO4"!B/_Y8(*U
MWH@E%ZJ'0Y7D]H__M99M&C#%#TYU-#T$_GK!PIV\UCM_6M%#_["4J8XU4;+;
MR6Z_L]#U(HQ/U!'Q(;A%'H,ON62.\#:?+8>Y)2+J"2[XUN"K7=TCB?S'9+ML#@N]404=-NFW[NH.U"S^\G MD_0=/>-'#-
@)S"1B)D61T=0A%4O;X)=*_[1#6C;@35Z2C'.M>6C,]69O7^Y9IW*@F M^Z.>3C$;_U#X-
$=W=0CGO+FW]KV5YZ*)G$IW .8IV'INJ4/KC+D!2,RME]EI
MBLM+JIZ#K!J*0GK_26X/66CBXNX^[QQ#G5TE;H%WK@]GVWBO$;VK@2C(\@[: M;E.0R$4?#SPS 97K3;+L, M58!-
Q>8Q6#!_3/G&9YM[_"/(.3UG(^4=%#5(L*#6 ML]7VIV$J]8RC"\;.%Y>U_%Y,
P:4@M(\KV/MT9IEZEJD[1(#7Q#7DK@:)A%3 MC6?H!$9!&?;6L+#]=3Q$]47O&#*]H><#XP=I9O$6V%2@?3:T@$AG-
E5NGPLQ M=T$2VN1O.QM>O%>YS^T#XV6RBEE80T[[XEP"75LOH:ON*8;%\2 3NT'M>-OA MI%W7W:A&$P&%<7
2W/DJ=H";*OW3 >;K6 %RJLY/AI@O8P? 7!6=#C N0Q[@ MB@(^">KR6L9NA>PI_O$"*Z<___,O ,VOSG[O^:L ?
\I^\/T@YBOPW_ GMN7- M;'_PEIDS9^9%W] A_N#]F7A+^,0%2-8K0/.W3S_XS@Y0KAN1;LHR#G_$?T6_
MQOFC>S"4%O#3IQ^BY"6*O3C!S_@9.$F!'(W\ SVR,Q4_-K
M6C>*"8)YQ@Q__.Q[<='';.5MVNFJ$O!WP4^BYWP_2Q8RR:_.%OT]/SVR0T9 M[*H.F<]
[L'7]^#'P9VR5^$L>^T+)GN)%^=@B$(%?_33;""-ZT60-&@='?&&[M%Q;FD#:-JK+#,D!;K6>0^?\UH,W$&Z@REA9_(K-
+2_:BWR2M:*TX+XO?%\$5 M>W*\HC)TP:]0J@JY7I8F*QW+8(!Z8?A%T0$9BLKN!P,J,W'X>2=:^W7IK#V;F7Q_Q2Z?
PGC!8&+23 M"Z.==<'VQL.KP.[39T.3K7$8O\;>Q\RTA'OE3-NY6/?*':X+=2Y[E7853P5 M15I4]NG-
;$:#+93%B:C+)O1^N"YO-1*;LJHGI*4Y; M#HORL;A;GA^S-0N'9MX9\W8O21CQGZ.
[(!1BYP"!\S+?.RY>B>BE+TO=A;G9 M=LQ<$0EK_&EH%.1M#<2.!K727&Q6XKD)J!3:42[K6$$'/2Q,AM\;C>,G)XP] M+
G&Q#ZN[GA[D&@1Y.;,%^<[I@&(+35*Y]M35B"#IZ/53<$Z_;V J"V>.7TRAV;%%53\ M2D8L-(K/&5MG%Q+#42C]_
GV&%JS[#;N3*?>P X>]'&;.2(NEO#+T#OX&3LH MJ8R(',2&0?;LK\BA/%4N0AMQZO-"A6HCL5+?*1F/MUV!*!.7_5W/?
NQM?T]\ M]O-/F/Y0)CL]V'PBB4I0,HSYC+O-;U%/1/! -/OP4NAT(V'4SE@ M-Y+ ^/5@8GK/%/AO9&2F'5?:D)*8R]]-
IZ+!N883ZQK$YW2U8FADE&U8DY%4 M-L[5"U%&=+,#P0DB3=!B'55E0"5Z7![,)"[9I[8F8S5*V+MZ LF;1#2$JD
MFH+(SE4E);)AVY6XL883[-'(Y<))K!"<^O+FGYEM:3R>#_Z:Z?O*<;^MX2/\ MY21;*P=7]H1<_$5?4%@J&"XD=)LI5
159\>'U#O0]@"1SZJY\GCRV]#:>0)\ MF9D/O.-E=.!9Z:.J3(9CKW..3=49PIF)P%O(%FW9FL-%A75\]'PRLJJ1Q(WK
MCDWX7!AN#8]?;QW0.:NL]_ TY-[1O!.QT"DN@]]P=*>.ORYX@;?09T_P*3LX MX\.[7?16K5&5P;@%?'\$Q%ZVP=K-
(6F42W8YSW>IN'+N@E#N M^C$?3P4'C43Q-8BY67(X.9;DF?(Q24F61TI0*L7OL"?P%-5.VLB\G L@'T,P
M(<"LD6DI_-9J"N&P7#T+K[YI37E[ZADD27@.TM0-?-"A6_9^Y?@5?E0^)@G, M[8Z%:R H>.%;O,%>\8[_/H^=.
(DX$=9K"=K,J(),)O_NT%YAGNSWZ5-G>Y7* MY/F&L3@_\-W[JR#<91V'56T6(GE&XR1(&>-C*P"AA MQ7BX/?
O[%,1HW3I;'M_]XL$?,7QP0>*JQV0@- B#,9_!.0: F+[Y+(PV\WKY> MOM(PB*@&?\0"=KP)8WO/.\#/_>'8H/S&-
X'2Q3'5\/19/:VV6N^ 7KTDWB6 M^-PD*ZMOU5.2&EM4&X68N7;V'EB5:?8F>M'"5[8$L9.V7LMUCBP_I?42Y$(%
MQLG/797NG+1RI^CK)G*Z9K[!GJ4NO%="*M)G)/GBQHN*\T9N8G![VBXJI_- MQMHCWL00OA"[/R1?
E3*T3$?;8Y[5LE\U5O:J9&4?4HR/7\$>.OF=<4.<10]; MM\SHLB=B53=X*_532$)]*EWY.6)MJ>M0H;.301"$3SC1HP\
MU-8TBHH ;.3K+!.S(2VY:105<)NWU]"Y&+)7#_C^E#I6U1HBKDC4LTI*(X#/ MN5 SK*20#R+:]N MM4)0,X"<,M97
TENBS0K(Y).)+?#:3?F" Z". ^=?_P%02P,$% @ 9X-F M6=-/AL!5"0 AS\ | !P[O!TZ'-Y*L?V.D0>(*_V:D55L*KWH?
@L+7?.CWP'U'@H)(X MC50R9<9.)?RRDW$]$'G(>&G5OT16*&UY;CL%3Q*1#T+V2;D-.R+# R[MA#&[5AG/:\%
(6:LRE+4PL0&78I"'$E)+.FAXK68\%!8"4_ 8PD)#,-:\Z"SI M_J@ZU#46B1V&J;!!C)*0DY(?G[5.FIW3 QK[ZO2@P'_H/N?&;
[E$35Y?7F.L MI-+ALZ;[Z=R_XK&_9Y&2R4.XH#<9BDA8YC$Y<\2:+FBU/Z7V?B_$: #H)^*& ML]YU_^+-Q5FW?
W%UR=Z^OW[WOGO99_VKS_?)%\/B23GD^OWOO7>L=MOOG2^BB=SE$';8;).+G >[UZ^[E[UWP=6'WWO_J9W7
M;C;;_U\^KMIXUW7>U_GJHL%^T\(,<\[^I)#58#%H*](ILT-NPR4W4("+)3?F MEQTT)PND,#8 "1G07423"M
[]0(280K)IV$J87+'4?\M#6FI+7%"@;%?#U"^\>'+YX_ECV)"/@&D8"1A#@B@1AOU1X@) RRF[M!LJ6F,K9&Z4SUFH&?
S"5LK>8UY0)L/X0T XHK8@-N\ACI5&<6TCFB0 E ?-4 M8 NX;PFX]@8 [C7>D(0 E4W93:[&$I(!-
#SNM$=;HG"F7%E&H[C(&<^GK,RM M+@%M17@16@B&G&7X20LN6,E/2?_/Q8]!034(+R(216)!@ MUL_&P@YQ@::
V!E(\R+8A4IPF2,@T*'FTPA8*G($;2$]SDH M&\@?%,?+>N&ZR%/,:'+01JB*20!!D M@ N.$#I#$B>Q# ,3!2?
ZC(N,I3(ECB.M6DF/\4*K&!+\VK!=A'0"R!&/V]XD M'O)\
*R+T>"ZE"CAZL/C7=AS0UU]2)_\1T'E6.ZY1?,S"AD+E/,4(%O65I3> M4I2B(EKG,A%1@A+$\"'(5?
&!H%YC\#OAVXOC]DG[Y.1%N]4Z_+EY^$#:<9BH-Y79NUS$N$7212QE
@RQ&2AI4X#T5<2DY!5QD#TS3:.)JN'6[NL'7]0+4V:9'H(Y$0%[E1.:>(C$@N M-55C1%"NDYHL2%_!
(R&%G5)6N4HM;1V.5XXRGO6W1!>J.1?X)]6"BE(72%GC MLN X1F0X UQ=-X ^,2G2%*/0
MDGAE>XP@=,U2ZJ/FY1>PAI0Q$7?U-Y6F\9\%]ONS%.,@9O0G>E*+'C0XP+)0_T^ZAS& A#M568XZY*,T1N4
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H$UHG'0Q64PU;O0-Q#.XJ(2,<]_*^HT M?(E\I&2(Z!L*^>#ZAFVK@(99(544\"KXZ'RT8O?(B82:44V^M-G)%C[]T!\
M=A3*H8?.M.)]"/">'KU\7I^1G6,.[^T3.:CZR>-9ZQY4=>>)75MI!8_IS'"G M.K%+MM !7C2=Q .$'E;#./T$DLX,EOL(S&H
(E#RPD!H?*]I1F%W:M7/[4X: MHP&ZUDZ=+[^OA?7X2@BEDMLL.#K>/SIYOGBXN%IG?;KXP";W##W>;QY]VT5M_%
[\A#[>F?@E7^")UY/PP<#QNSE!V_U?ONX0!/I01JK;5OIL16K
M>Y+GG^_SX8$YN'TP=Y5'M]O>!I!ZZXP%9V0B221LDC.+[=T3:4Q%MG;+0SMCO:ES1]2#P4%N>*
[W^3<2@@9;T)Q"4]Z697_AG# MHALW?(6[;_W9%"[O+G/O8QLZ_J8>R#=_$?%17V%>Z@_7? !!KA*HQ^S<:DPN
MO!#NVIC^>0Z]!8ZWK,SRI6;P\COC*UNAD"#9EF-(55?5 D)$_/ <')L9"UE>#,Q7S(N:'1M[5MM4]NX%OZ^
MQT*73G=A)H8DO'3KL,RDD-YEI@-=&F:Z'V7[.-%%MKR2G)#]]?<P&T8['7\==2WDFY"3L MBPP,NX
QNU(9SVO!2%FK,I2U<&L#+L4@#R6DEG30\%K->"@L!*;@,82%AF"L M>=%9T/U)=:AK+!([#%-A@Q@E(2
M7UQCK*32X8NF^^D\O.*QOV>1DLECN*!W.Q21L,QCB-$ MT,_$#:>]J_[YV_/3;O_\\H*]O[[Z<-V]Z+/^Y9?[Y*MA\;P<!M?
9Y MT#K8YCNL>W'&6H=)]>GZX]QWQ?J_]]B'WNGUU7G_'(5['T]_[U[\M\>ZIWUV M^9:U7N\?-'Y4_W4_L.[9Y?
M^[VP>3>0NA[#]9IMA]""X_ONO] M63NOW6S^PWQ3& M_+:%MF2!%,8&
("$#NH5H3P%ZJ[8^$;:0?!*F$F[O>>E_I2$MM1E.*#"6:]MQ M_@AH?A-&W #%V7N>FRWF8/=P_]7+IW)EI7V, 3J(-/";|
:@0$-DIUZ_R%VF MX-SPB65OG;1V:W?/91%>3:O9?+DPX1.!A0WY")B&D8 Q)(@28=@?)2X M)RP M*Z!4B:FV
THK8L/,\5AK%N85DE@50!C#+ M S;_^YZ :Z\!X-[@#4D(4-F$W>1J+"$90,/C3GNT)0IGRI5E-(J+G/%\PLK<
MZA+05H07H85@R%F&G[3@DJ4\QJ\T4QEF7U9YN7L".<1@#-<3$LGX#:#>N3D-_M?
I>@,:A24O@B'200"QV7&8KE.!PMP=R=H7_B(3,E_3<;/P8-U22T@$P8B=4(MIQQL+.P0%V@*B)V!-
"^"7:@$ESG"80F+)O-NV%#H*2BTO\X4 I:*'$%*>)^! MLH'\07&\K.>NBSS%'9U3B8I_Q[2=)P3\.00VD#2"H@
:;XAR1$4I9YRJX&P6 M5*.EB:M]&R112A1 (BG$I5-GG#TQ-T.62C4V-*%5# E^;=@V0CH!Y(C';>\V M'O)\
*R+T>"JE"CABL/#;=AQ0UUQ2)_\1T&U6.ZY1?,S"AESE/,4(%M65I3> M492B(EKG(A%1@A+$\#'(5?&!H%YC\?
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(R&%G5!6N4PM;1V.5XXRGO5W1.>J.1?X;ZL%%:4ND++& M9<%QC,AP!KBZ;@ Y)K<2F8M7H*
M@42P9O7LQ*U#%!A[_Q\COR,UX"?O1&7 MI8LU!%Y(4ZR[Q AA9Y;43S^_N&TW6Z\[9I7@Z3\NKZD<'W$@!C[C*[=(E?
9A M$U8)[WPJ#526II_OA+"H+GC=%@/>%6A/AR;?4.H94BI9 TJ=>;#>!SVU&ZNJ
MR5U93JTOB'24;JHX+C5A>RZW6S9MIHS%"_3T#2*Q#1*([E MH57:3)-,]P5.EF7"6H#[D1H'10H36+J2"+3)#=]&
[B&D#45<_$WE:;UEP%^E M0)/=[E#FL>NG[FRZ,\\Q!JY#=Z8KL>!!CPLD#_7[J',8"T"T5YGAM$LR1F]0 MJN<+()?
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=H9IO+?/Y)3J9\]FK7I*U1TF=FVE)3RF \.= MZK@NV4*G=]%T$@\0>E@-X_2WD'2FL-Q%8%8#$(&2%P9"XWM-4PJ[(ZM^;G?, M& W0M7;J?/E]+:S'5T(HE=QEP<'A[L'1R_F3Q=4ZZZ/%>S9Y8.CA;O/@ZT;N M?_7(@Z,5S<4_]*)?JM/5#G,1CV\&6I5Y$E0L3]W/\ MFRV1=T:48&)15>'48W?*"EV=]W:B3W"0>X4=[L'B%]$8,G:!NT46X89QU&#MM9OO@SN'M)??Q1W(1^W9GX)5_@R?>3,)' \;TU0=O]6{[L$ 3Z4D;JVU;ZK$E MJWN6IY\?\N&>V9L[EKO,G9M-;PT8O7'&G#,RD202ULD93MO\NPE/!)5UW\TV M.]G:DW?CC+5VQF8G^YI6#XF'PN)<|<.OQ)
&D;'3H8"4O9UV4B[]$X9Y=Z[Y M2K??^Y,IN+CN[+@*]4OOK7KG4_L_J;&R'=_)?%)7V9>: <7? !!KA*HQVS=MZ5+.O1KN>IK^X0Z]#XYWL,SRA<[PXMOC2_NBD"=+7BO?NM?1&TZ#;N7+JN/J M^JJ^ZW3W
D[LOW:+\D&6IXB^D,LQGQ@7;(_WZ(7ZDY^.]]RK^/\'4$L#!!0 M (&>#9EGYE#,HSP4 &8B /
<')L9"UE>#,R7S$N:'1M[5I1<]HX M$'[OK]#122>9P6!#0E*;9H82,L=<)Z$)Z?0>A25C763)E46_OI;R38! FDN
M;2_-79A)P-9*N_KTK;2[=CO6"3]^A=HQQ02^45LSS>EQ[[/3;-2\=CV_!(%Z
M(=$>23)'F9YS^JZ28#5FPD=XHN5O+$FETECH(,6$,#'VT5$Z"S@3U(DI&\?: M1UY0L5H(NRG'*(0=+5/?
K1TP$7QUF"!TYCO-(&&B[)NWI3)CFDGA*]JQ9CL+;%N$$\;G_I E-$-G M=(HN9()%*3B26LL$9#6=:0=S-
A8^IY$V.DSW4LTT9IHZ68I#ZJ>*.E.%TV!-_M][WJ0->4$1W[$=-."))4&"5O7GLM-
VC73=_C=CV%/X#/PO@SIZ@,ZNMS#"67 MRG_MVD^P?<;3?,U&DI,? 4%O%K,1TRCGY *(!T+@-;ZE=CL*(1A U2\"0[=W
M,>R?]KN=8?_\#)V?HL%%_ZS;'W0^H-[G7O=]V/_4@]L@T;M @ZN+RZO.V1 - MS_\Y9(]FS2^%EW>$KFJ7M6X-
7?:Z%C.O>>!64><2=4[.!\/>R0M*E>,2F[=N MRW!J^'L/778NWG?.>I?.^>AP+W?
3CUJ^@/Q;)88/3)G%E5U(T9C5!O1L.).8K0>12QD"HD(S2 M\VE"*!K&%-13: \SU!>A5'!
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]J:YGSM?8BT,$!9DX20F7+L-VEZ< MY2F=I?%,G(4)\($6SJ.%@S6$+AKF5CX3X29\290G1D&5TTSH(*@&U4,O 8:
M4J!T5BU<26 1FOLP(+%IE*&ID9KPW $D<,_JS-;\L;:%S!L# =6;__M3ID' MWK+WWJC@7TW&OAF!/#09LSDS'G&ZR6-
-7AP46:FQQ22I8+H1=X!D<@+L9#/8 M+A8$K $%BP[-8[3C/H93;&)&4H,;&:6CVVS:3! E=IO6 :9$F=Z[I?]"R&0
M(]M\WS^LM1H[RPET,<\R@ZYKLJ6K]{AN^X_L=EAK'CVD*_Q0ZX@4Y0/+MA$. MK\=*3@1Q"D^.
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<:?T]D14>>X;VEH-;1"?O.QHS]2)7\!XUF"\[&B/]>P8<9]I&"O< M_J!N\X.!91B?^0QW!XJ)D*68WYWFWGT;.GR;\L=/?
\3VI$_HU\J*1Y31TA" MRSZ5E>KCTOL.ME9)F,KKT*:$,TG$6L5W_96(C?5.*LB&=R4J=^IW\>)T+;_L
M*JFV7IK7F%8;8.#\MIU4?IKB".CF8S[%\\R>JNVZ>4OD^%6[;M\O^1M02P,$ M% @ 9X-F6;VO",;6!0 ZR(\ !PDEB1^[??
UX^?QCY>T9BKD5[^AUHQB M^HI9CB]*K[V:K7*K56-;L% M@VINT9H(LD2)6G+ZMA1B.661BW"JQ.\LC(54.%)>C
EAT=1%E_'"XRRBUHRR MZ4RYR/%*Q@MA=T4;N;&E1.S:E7,6>5\M%A&Z<*VZ%[*HJ)N5Q2)ABHG(E91C MQ>ZH-
Q$+*V%?M;^)D(1*"YZ FU9<> A$I+0)=1T[5EX6=.;/,V4!#AE?NF,6 MT@3UZ1P-18BCPG BE!(AV"JZ4!;F;!JYG
9*^]#5"S?S&5/42F+L4S>6U)I+ M"'M;OA]U![[FC*B9&S!E^6!)(^WD]2NG:7NMJJY[U:K&\ ?P&1A_9A>E1GV[
MC[[@0KJO;//Q]O=XGHW91'#R(R#H+F9LPA3*.+D"XHD0.+5ON=V/@@\!4/F+ MP-#I#L>]ZUZG/>X-
^FAPC6Z&O7ZG=]/^@*Y[_39JSW1.3]N1R24L<.@#"\NH,V,T0-#(& ^E4@$Z 96 MIY10-)Y1<$Y3Q?P$]2)?2%@BL:
($G:H91:]?+6JVXWL=$<8X6F:WQ#LK(R(0 M5*63)8(6%0N6912G,DFU).\$)U9N@:!T=>J<%<.QMI_+?#JV?;+5XF%4
MJTG\,86 J>1+-*1ZCXI "]="ALBQK8^%(G(1HD!(/6A:+]; M?!'+(<52.Q*QL @4$&)#1UV"(1H"3PT3<_T$F&DU@>M$,
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[X*&+4%_<9>MO,UM^-](B.\;Q_P01^GXPH.2_@,2[I?O# MB+%**F915VKG,80H.".HB&TG8CMZ]TNF%/9A6$VJ:\?
=77"^3'I'H.@7,-; M"!DAG!X3&\2?@>BRK'/9B\SV=&+]P6,HP;C929[3CI'F[M,05O^7L!ZV@,+ M]_T@L0[GD??
T]$8RZ%L,G6O[/LS'"H;7I)(>]/KLL7D>OG4JY*?_SG?0UP2V M4KXQGE(K$H06=4H;F6D=3HG#:.M[_V>QD[V"@]
MR.7-5HMNCF6>536YTRS?M%D #6>/3:>R118'P#X7\SE>)F:Q;57UJRI7O[6J MYB67OP%02P$"% ,4 "
!G@V99=IO9S4JZ 0!.XQD $0 M@ $ <')L9"TR,#(T,#DS,"YH=&U02P$"% ,4 " !G@V99DW96*WX/ M 0"LD1 $0 @
%YN@$ <')L9"TR,#(T,#DS,"YX#,Q7S$N:'1M4$L! A0#% @ 9X-F68TA55]4"0 D3\ | M (!J-," '!R;&0M97@S,5\R+FAT;5!+
0(4 Q0 (&>#9EGY ME#,HSP4 &8B / " 2G= @!P#,R7S(N:'1M4$L%!@ & 8 <@$ "CI @ $! end XML 60 prld-
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1.55758559497585594967639993676399937578490275784902572787955727878795-32271000-30608000-98442000-88757000457000106000-560001087000-31814000-30502000-98498000-87670000420639954000128502591000693252000223000-45639000023709000042857510-14000-14000-458000-458000554700055470000-31431000-31431000420715054000128502591000698785000-235000-48782100021073400037227803-16000-160007891625500025500055000-55000609800060980000-34740000-34740000421582244000128502591000705122000-290000-52256100018227600037221978843000430004570004570005926000592600032271000-32271000421780124000128502591000711091000167000-55483200015643100036496994400011402037100053168200016920003345580001954370001722428000280001294000129400062560006256000-27718000-27718000365142184000114020371000537966000-398000-36227600017529700026000005312978144822211042300011042300040461300030009079934800034800031300067330006733000-30431000-30431000419584564000128502591000655473000-711000-39270700026206000036097016-16000-160001060001060006715000671500030608000-30608000419654724000128502591000662172000-605000-42331500023825700098442000-88757000128300083800012030001328000175710001970400036880002402000107000205300014950001805000-2375000-18730007108000-9160001357000-82144000-83485000453660001622480001141500001222500007110002384000680730004238200011000011079500025500034800060000310004700016000244000-860001111580001415700014709000293350003464900015178000199400009000254000280003400056000108700024 style="font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">1. Background Prelude Therapeutics Incorporated (the “Company”) is a clinical-stage fully integrated oncology company built on a foundation of drug discovery excellence to deliver novel precision cancer medicines to underserved patients. Since beginning operations in 2016, the Company has devoted substantially all its efforts to research and development, conducting preclinical and clinical studies, recruiting management and technical staff, administration, and raising capital. 2. Risks and liquidity The Company faces a number of risks common to early-stage companies in the biotechnology industry. Principal among these risks are the uncertainties in the development process, development of the same or similar technological innovations by competitors, protection of proprietary technology, dependence on key personnel, compliance with government regulations and approval requirements, and the need to obtain additional financing to fund operations. Product candidates currently under development will require significant additional research and development efforts, including extensive preclinical and clinical testing and regulatory approval, prior to commercialization. These efforts require significant amounts of additional capital, adequate personnel infrastructure, and extensive compliance-reporting capabilities. There can be no assurance that the Company’s research and development will be successfully completed, adequate protection for the Company’s technology will be obtained, any products developed will obtain necessary government regulatory approval, or any approved products will be commercially viable. The Company operates in an environment of rapid change in technology and substantial competition from pharmaceutical and biotechnology companies. Since its inception, the Company has incurred operating losses and had an accumulated deficit of $554.8 million at September 30, 2024. The Company has no product revenue to-date and devotes its efforts to research and development. The Company anticipates incurring additional losses until such time, if ever, that it can generate significant sales of its product candidates currently in development. The Company believes its cash, cash equivalents, and marketable securities as of September 30, 2024 will be sufficient to fund its operating expenses and capital expenditure requirements for at least the next twelve months from the filing date of this Quarterly Report on Form 10-Q. To fund its operating expenses and capital expenditure requirements after that date, the Company plans to seek additional funding through public or private equity offerings, debt financings, collaborations, strategic alliances and licensing arrangements. The Company may not be able to obtain financing on acceptable terms, or at all, and the Company may not be able to enter into strategic alliances or other arrangements on favorable terms, or at all. The terms of any financing may adversely affect the holdings or the rights of the Company’s stockholders. If the Company is unable to obtain funding, it could be required to delay, reduce or eliminate research and development programs, product portfolio expansion or future commercialization efforts, which could adversely affect its business prospects. -554800000 3. Summary of significant accounting policies <span

style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">The complete summary of significant accounting policies included in the Company's financial statements for the year ended December 31, 2023 can be found in "Note 3. Summary of significant accounting policies" of the Company's Annual Report on Form 10-K filed with the Securities and Exchange Commission (the "SEC") on February 15, 2024. Basis of presentation The accompanying unaudited interim financial statements have been prepared in accordance with generally accepted accounting principles ("GAAP") for interim financial information, the instructions to Form 10-Q and Article 10 of Regulation S-X. They do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results that may be expected for the year ending December 31, 2024. The accompanying unaudited interim financial statements should be read in conjunction with the annual audited financial statements and related notes as of and for the year ended December 31, 2023 found in the Company's Annual Report on Form 10-K filed with the SEC on February 15, 2024. Any reference in these notes to applicable guidance is meant to refer to GAAP as found in the Accounting Standards Codification ("ASC") and Accounting Standards Updates ("ASU") of the Financial Accounting Standards Board ("FASB"). Use of estimates The preparation of the unaudited interim financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and contingent liabilities at the date of the unaudited interim financial statements and the reported amounts of expenses during the reporting period. Actual results could differ from those estimates. Estimates and assumptions are periodically reviewed, and the effects of the revisions are reflected in the accompanying unaudited interim financial statements in the period they are determined to be necessary. The most significant estimate relates to accrued clinical trial expenses. Income taxes Based upon the historical and anticipated future losses, management has determined that the deferred tax assets generated by net operating losses and research and development credits do not meet the more likely than not threshold for realizability. Accordingly, a full valuation allowance has been recorded against the Company's net deferred tax assets as of September 30, 2024 and December 31, 2023. Cash, Cash Equivalents and Restricted cash The Company's cash equivalents include short-term highly liquid investments with an original maturity of 90 days or less when purchased and are carried at fair value in the accompanying balance sheets. Restricted cash consists of a letter of credit for the benefit of the landlord in connection with the Company's Chestnut Run Lease. See Note 8 for further details. The following table provides a reconciliation of cash and cash equivalents and restricted cash reported within the balance sheet that total to the amounts shown in the statement of cash flows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.68%;box-sizing:content-box;"></td> <td style="width:1.72%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.72%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.96%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> (in thousands)

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2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31,
2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">11,134</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 25,291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Restricted cash </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,044 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,044 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total cash, cash equivalents, and restricted cash shown in statement of cash flows </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,178</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-

align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 29,335 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>   Marketable Securities The Company’s marketable securities consist of investments in corporate debt securities, United States (“U.S.”) government debt securities, and agency securities that are classified as available-for-sale. The securities are carried at fair value with the unrealized gains and losses, net of tax, included in accumulated other comprehensive loss, a component of stockholders’ equity. Realized gains and losses as well as credit losses, if any, on marketable securities are included in the Company’s statements of operations. The Company classifies marketable securities that are available for use in current operations as current assets on the balance sheets. Revenue Recognition The Company recognizes revenue under Accounting Standard Codification 606 – Revenue from Contracts with Customers . Under ASC 606, the Company recognizes revenue when its customer obtains control of promised goods or services, in an amount that reflects the consideration which the Company expects to receive in exchange for those goods or services. The Company's revenue recognition analysis consists of the following steps: (i) identify the contract(s) with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations; and (v) recognition of revenue as we satisfy each performance obligation. The Company evaluates all promised goods and services within a customer contract and determines which goods and services are separate performance obligations. This evaluation includes an assessment of whether the good or service is capable of being distinct and whether the good or service is separable from other promises in the contract. The transaction price is determined based on the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The Company recognizes as revenue the amount of the transaction price that is allocated to the respective performance obligations when (or as) the performance obligations are satisfied. The Company recognizes a liability when the Company has received payment but has not yet satisfied the related performance obligations. Net Loss Per Share Basic net loss per share of common stock is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during each period, including pre-funded warrants to purchase shares of common stock. The weighted-average number of shares of common stock outstanding used in the basic net loss per share calculation does not include unvested restricted stock awards as these instruments are considered contingently issuable shares until they vest. Diluted net loss per share of common stock includes the effect, if any, from the potential exercise of securities, such as stock options, and the effect from unvested restricted stock awards and restricted stock units which would result in the issuance of incremental shares of common stock. For diluted net loss per share, the weighted-average number of shares of common stock is the same for basic net loss per share due to the fact that when a net loss exists, dilutive securities are not included in the calculation as the impact is anti-dilutive. The Company’s unvested restricted stock awards entitle the holder to participate in dividends and earnings of the Company, and, if the Company were to recognize net income, it would have to use the two-class method to calculate earnings per share. The two-class method is not applicable during periods with a net loss, as the holders of the unvested restricted stock awards have no obligation to fund losses. The following potentially dilutive securities have been excluded from the computation of diluted weighted-average shares of common stock outstanding, as they would be anti-dilutive: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.673%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr

style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested restricted stock awards </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 54,026 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested restricted stock units </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 71,875 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 114,375 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Stock options </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:right;">15,036,871 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12,134,205 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Employee stock purchase plan </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 99,150 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 74,248 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 15,207,896 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 12,376,854 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Amounts in the above table reflect the common stock equivalents. Recently Issued Accounting Pronouncements Emerging Growth Company Status The Company is an emerging growth company, as defined in the Jumpstart Our Business Startups Act of 2012 (the “JOBS Act”). Under the JOBS Act, emerging growth companies can delay adopting new or revised accounting standards issued subsequent to the enactment of the JOBS Act, until such time as those standards apply to private companies. The Company has elected to use this extended transition period for complying with new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it (i) is no longer an emerging growth company or (ii) affirmatively and irrevocably opts out of the extended transition period provided in the JOBS Act. As a result, these unaudited interim financial statements may not be comparable to companies that comply with the new or revised accounting pronouncements as of public company effective dates. <p style="margin-left:4.267%;font-

size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Accounting guidance not yet adopted In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU"), 2023-07, Segment Reporting (Topic 280) – Improvements to Reportable Segment Disclosures. This ASU expands segment disclosures by requiring disclosure of significant segment expenses that are regularly provided to the chief operating decision maker and included within each reported measure of segment profit or loss, an amount for other segment items and a description of its composition, and interim disclosures of a reportable segment's profit or loss and assets. The disclosures required under ASU 2023-07 are also required for public entities with a single reportable segment. The amendments in this ASU are effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the financial statements and related disclosures. In December 2023, the FASB issued ASU 2023-09, Income Taxes - Improvements to Income Tax Disclosures. ASU 2023-09 requires enhanced income tax disclosures related to the rate reconciliation and income taxes paid information. For public business entities, the amendments in this ASU are effective for annual periods beginning after December 15, 2024 with early adoption permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the financial statements and related disclosures. Basis of presentation The accompanying unaudited interim financial statements have been prepared in accordance with generally accepted accounting principles ("GAAP") for interim financial information, the instructions to Form 10-Q and Article 10 of Regulation S-X. They do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and nine months ended September 30, 2024 are not necessarily indicative of the results that may be expected for the year ending December 31, 2024. The accompanying unaudited interim financial statements should be read in conjunction with the annual audited financial statements and related notes as of and for the year ended December 31, 2023 found in the Company's Annual Report on Form 10-K filed with the SEC on February 15, 2024. Any reference in these notes to applicable guidance is meant to refer to GAAP as found in the Accounting Standards Codification ("ASC") and Accounting Standards Updates ("ASU") of the Financial Accounting Standards Board ("FASB"). Use of estimates The preparation of the unaudited interim financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and contingent liabilities at the date of the unaudited interim financial statements and the reported amounts of expenses during the reporting period. Actual results could differ from those estimates. Estimates and assumptions are periodically reviewed, and the effects of the revisions are reflected in the accompanying unaudited interim financial statements in the period they are determined to be necessary. The most significant estimate relates to accrued clinical trial expenses. Income taxes Based upon the historical and anticipated future losses, management has determined that the deferred tax assets generated by net operating losses and research and development credits do not meet the more likely than not threshold for realizability. Accordingly, a full valuation allowance has been recorded against the Company's net deferred tax assets as of September 30, 2024 and December 31, 2023. Cash, Cash Equivalents and Restricted cash The Company's cash equivalents include short-term highly liquid investments with an original maturity of 90 days or less when purchased and are carried at fair value in the accompanying balance sheets. Restricted cash consists of a letter of credit for the benefit of the landlord in

connection with the Company's Chestnut Run Lease. See Note 8 for further details. The following table provides a reconciliation of cash and cash equivalents and restricted cash reported within the balance sheet that total to the amounts shown in the statement of cash flows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.68%;box-sizing:content-box;"></td> <td style="width:1.72%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.72%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.96%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30,
2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31,
2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">11,134</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 25,291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Restricted cash </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,044 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,044 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total cash, cash equivalents, and restricted cash shown in statement of cash flows </td> <td

*style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,178</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 29,335 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>   The following table provides a reconciliation of cash and cash equivalents and restricted cash reported within the balance sheet that total to the amounts shown in the statement of cash flows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.68%;box-sizing:content-box;"></td> <td style="width:1.72%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.72%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.96%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30,
2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31,
2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Cash and cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">11,134</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 25,291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Restricted cash </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New*

Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,044 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 4,044 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total cash, cash equivalents, and restricted cash shown in statement of cash flows </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,178</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 29,335 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 11134000252910004044000404400015178000293350000 Marketable Securities The Company’s marketable securities consist of investments in corporate debt securities, United States (“U.S.”) government debt securities, and agency securities that are classified as available-for-sale. The securities are carried at fair value with the unrealized gains and losses, net of tax, included in accumulated other comprehensive loss, a component of stockholders’ equity. Realized gains and losses as well as credit losses, if any, on marketable securities are included in the Company’s statements of operations. The Company classifies marketable securities that are available for use in current operations as current assets on the balance sheets. Revenue Recognition The Company recognizes revenue under Accounting Standard Codification 606 – Revenue from Contracts with Customers. Under ASC 606, the Company recognizes revenue when its customer obtains control of promised goods or services, in an amount that reflects the consideration which the Company expects to receive in exchange for those goods or services. The Company's revenue recognition analysis consists of the following steps: (i) identify the contract(s) with a customer; (ii) identify the performance obligations in the contract; (iii) determine the transaction price; (iv) allocate the transaction price to the performance obligations; and (v) recognition of revenue as we satisfy each performance obligation. The Company evaluates all promised goods and services within a customer contract and determines which goods and services are separate performance obligations. This evaluation includes an assessment of whether the good or service is capable of being distinct and whether the good or service is separable from other promises in the contract. The transaction price is determined based on the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer. The Company recognizes as

revenue the amount of the transaction price that is allocated to the respective performance obligations when (or as) the performance obligations are satisfied. The Company recognizes a liability when the Company has received payment but has not yet satisfied the related performance obligations. Net Loss Per Share Basic net loss per share of common stock is computed by dividing net loss by the weighted-average number of shares of common stock outstanding during each period, including pre-funded warrants to purchase shares of common stock. The weighted-average number of shares of common stock outstanding used in the basic net loss per share calculation does not include unvested restricted stock awards as these instruments are considered contingently issuable shares until they vest. Diluted net loss per share of common stock includes the effect, if any, from the potential exercise of securities, such as stock options, and the effect from unvested restricted stock awards and restricted stock units which would result in the issuance of incremental shares of common stock. For diluted net loss per share, the weighted-average number of shares of common stock is the same for basic net loss per share due to the fact that when a net loss exists, dilutive securities are not included in the calculation as the impact is anti-dilutive. The Company's unvested restricted stock awards entitle the holder to participate in dividends and earnings of the Company, and, if the Company were to recognize net income, it would have to use the two-class method to calculate earnings per share. The two-class method is not applicable during periods with a net loss, as the holders of the unvested restricted stock awards have no obligation to fund losses. The following potentially dilutive securities have been excluded from the computation of diluted weighted-average shares of common stock outstanding, as they would be anti-dilutive: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.673%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested restricted stock awards </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-

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style="color:#000000;white-space:pre-wrap;min-width:fit-content;">15,207,896 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 12,376,854 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Amounts in the above table reflect the common stock equivalents. The following potentially dilutive securities have been excluded from the computation of diluted weighted-average shares of common stock outstanding, as they would be anti-dilutive: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.673%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested restricted stock awards </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 54,026 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-

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</table>5402671875114375150368711213420599150742481520789612376854 Recently Issued Accounting Pronouncements Emerging Growth Company Status The Company is an emerging growth company, as defined in the Jumpstart Our Business Startups Act of 2012 (the “JOBS Act”). Under the JOBS Act, emerging growth companies can delay adopting new or revised accounting standards issued subsequent to the enactment of the JOBS Act, until such time as those standards apply to private companies. The Company has elected to use this extended transition period for complying with new or revised accounting standards that have different effective dates for public and private companies until the earlier of the date that it (i) is no longer an emerging growth company or (ii) affirmatively and irrevocably opts out of the extended transition period provided in the JOBS Act. As a result, these unaudited interim financial statements may not be comparable to companies that comply with the new or revised accounting pronouncements as of public company effective dates. Accounting guidance not yet adopted In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU"), 2023-07, Segment Reporting (Topic 280) – Improvements to Reportable Segment Disclosures. This ASU expands segment disclosures by requiring disclosure of significant segment expenses that are regularly provided to the chief operating decision maker and included within each reported measure of segment profit or loss, an amount for other segment items and a description of its composition, and interim disclosures of a reportable segment’s profit or loss and assets. The disclosures required under ASU 2023-07 are also required for public entities with a single reportable segment. The amendments in this ASU are effective for fiscal years beginning after December 15, 2023 and interim periods within fiscal years beginning after December 15, 2024. Early adoption is permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the financial statements and related disclosures. In December 2023, the FASB issued ASU 2023-09, Income Taxes - Improvements to Income Tax Disclosures. ASU 2023-09 requires enhanced income tax disclosures related to the rate reconciliation and income taxes paid information. For public business entities, the amendments in this ASU are effective for annual periods beginning after December 15, 2024 with early adoption permitted. The Company is currently evaluating the impact of this standard but does not expect that it will have a material impact on the financial statements and related disclosures. 4. Marketable Securities The following provides detail of the Company's marketable securities. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:31.766%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.063%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.003%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.063%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.063%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Amortized Cost </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross unrealized gain </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross unrealized loss </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> September 30, 2024 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Marketable securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Agency securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">8,570</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8,576 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Corporate debt securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 68,170 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 128 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (7 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> <span style="color:#000000;white-space:pre-

wrap;min-width:fit-content;">68,291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> U.S. government securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 65,585 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 41 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 65,625 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total marketable securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">142,325</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 175 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (<span style="color:#000000;white-space:pre-wrap;min-width:fit-

content;">8 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 142,492 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> December 31, 2023 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Marketable securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> <span style="white-space:pre-wrap;min-width:fit-

content;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Agency securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">10,431</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 19 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10,450 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Corporate debt securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67,806 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td

style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 193 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (20 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67,979 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> U.S. government securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 129,184 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 72 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (41 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 129,215 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total marketable securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 207,421 </td> <td style="white-space:nowrap;vertical-

align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">284</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (61 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 207,644 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table>   The Company's marketable securities generally have contractual maturity dates of 16 months or less. As of September 30, 2024, the Company had 9 securities with a total fair market value of $23.0 million in an unrealized loss position. The Company believes any unrealized losses associated with the decline in value of its securities is temporary and is primarily related to market factors. Furthermore, the Company believes it is more likely than not that it will be able to hold its marketable securities to maturity. Therefore, the Company anticipates a full recovery of the amortized cost basis of its marketable securities at maturity and an allowance for credit losses was not recognized. The following provides detail of the Company's marketable securities. <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:31.766%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.063%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:14.003%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.063%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.063%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Amortized Cost </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross

unrealized gain </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Gross unrealized loss </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair Value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> September 30, 2024 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Marketable securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-

indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Agency securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">8,570</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8,576 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Corporate debt securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 68,170 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 128 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (7 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 68,291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-

break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> U.S. government securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 65,585 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 41 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (1 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 65,625 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total marketable securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">142,325</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 175 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (8 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-

align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 142,492 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> December 31, 2023 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Marketable securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Agency securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">10,431</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 19 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10,450 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Corporate debt securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67,806 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 193 </td> <td style="white-space:nowrap;vertical-align:bottom;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (20 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67,979 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> U.S. government securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 129,184 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 72 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (41 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 129,215 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total marketable securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 207,421 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">284</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> (61 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 207,644 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> 85700006000857600068170000128000700068291000655850004100010006562500014232500017500080000142 style="font-size:10pt;margin-top:18pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">5. Fair Value of Financial Instruments Fair value is the price that could be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants. Fair value determination in accordance with applicable accounting guidance requires that a number of significant judgments be made. Additionally, fair value is used on a nonrecurring basis to evaluate assets for impairment or as required for disclosure purposes by applicable accounting guidance on disclosures about fair value of financial instruments. Depending on the nature of the assets and liabilities, various valuation techniques and assumptions are used when estimating fair value. The Company follows the provisions of ASC 820, Fair Value Measurement, for financial assets and liabilities measured on a recurring basis. The guidance requires fair value measurements be classified and disclosed in one of the following three categories: • Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities. • Level 2: Quoted prices in markets that are not active, or inputs which are observable, either directly or indirectly, for substantially the full term of the asset or liabilities. • Level 3: Prices or valuation techniques that require inputs that are both significant to the fair value measurement and unobservable (i.e., supported by little or no market activity). The following fair value hierarchy table presents information about the Company's assets and liabilities measured at fair value on a recurring basis: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:57.151%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td

style="width:10.782%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.782%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.782%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair value measurement at reporting date using </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Quoted prices
in active
markets for
identical
assets
(Level 1) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Significant
other
observable
inputs
(Level 2) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Significant
unobservable
inputs
(Level 3) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> September 30, 2024 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Cash equivalents: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Money Market Funds </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6,149</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> U.S. government securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,499 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 6,149 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,499 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Marketable securities: </td> <td style="vertical-align:bottom;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Agency securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8,576 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Corporate debt securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 68,291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New

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wrap;min-width:fit-content;">6,149 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">145,991</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> December 31, 2023 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-

*align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Cash equivalents: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Money Market Funds </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">24,369</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-

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space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67,979 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> U.S. government securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 129,215 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total marketable securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 207,644 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> <span

*style="color:#000000;white-space:pre-wrap;min-width:fit-content;">— </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total financial assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">24,369</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 207,644 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The following fair value hierarchy table presents information about the Company’s assets and liabilities measured at fair value on a recurring basis: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:57.151%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.782%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.782%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.782%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Fair value measurement at reporting date using </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Quoted prices
in active
markets for
identical
assets
(Level 1) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Significant
other
observable
inputs
(Level 2) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-*

*family:Times New Roman;margin-bottom:0;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Significant
unobservable
inputs
(Level 3) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> September 30, 2024 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Cash equivalents: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td*

style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Money Market Funds </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6,149</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> U.S. government securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,499 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total cash equivalents </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 6,149 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-

align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,499 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Marketable securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Agency securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;">

$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">8,576</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Corporate debt securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 68,291 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> U.S. government securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 65,625 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> <span style="min-width:fit-

content;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total marketable securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 142,492 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total financial assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6,149</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 145,991 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:left;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> December 31, 2023 </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Cash equivalents: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Money Market Funds </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">24,369</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:10pt;vertical-align:top;"> Marketable securities: </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-

space:pre-wrap;vertical-align:top;"> Agency securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">—</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10,450 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Corporate debt securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 67,979 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> U.S. government securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">129,215 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total marketable securities </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 207,644 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Total financial assets </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">24,369</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 207,644 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> <span style="color:#000000;white-space:pre-

wrap;min-width:fit-content;">— </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>614900000034990000614900034990000085760000068291000006562500000142492000061490001459910000
style="font-size:10pt;margin-top:18pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">6. Accrued Expenses and Other Current Liabilities Accrued expenses and other current liabilities consisted of the following: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.76%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.96%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30,
2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31,
2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Compensation and related benefits </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7,594</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9,157 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,184 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,666 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;">

Other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 801 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 945 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">13,579</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 15,768 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Accrued expenses and other current liabilities consisted of the following: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.76%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.92%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.68%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.96%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30,
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style="color:#000000;min-width:fit-content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7,594</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9,157 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,184 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 5,666 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Other </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 801 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 945 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">13,579</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 15,768 </td> <td style="white-

space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>7594000915700051840005666000801000945000135790001576800 7. Common Stock The Company has two classes of common stock: “voting common stock” and “non-voting common stock.” The holders of the voting common stock are entitled to one vote for each share of voting common stock held at all meetings of stockholders. Except as otherwise required by law, the holders of non-voting common stock shall not be entitled to vote at any meetings of stockholders (or written actions in lieu of meetings) and the shares of non-voting common stock shall not be included in determining the number of shares voting or entitled to vote on any matter. Unless required by law, there shall be no cumulative voting. Any holder of non-voting common stock may elect to convert each share of non-voting common stock into one fully paid and non-assessable share of voting common stock at any time by providing written notice to the Company; provided that as a result of such conversion, such holder, together with its affiliates and any members of a Schedule 13(d) group with such holder, would not beneficially own in excess of 9.99% of the Company’s common stock immediately prior to and following such conversion, unless otherwise as expressly provided for in the Company’s restated certificate of incorporation. However, this ownership limitation may be increased (not to exceed 19.99%) or decreased to any other percentage designated by such holder of non-voting common stock upon 61 days’ notice to the Company. Shelf Registration Statements In November 2021, the Company filed a shelf registration statement (the "2021 Shelf Registration Statement") which permits the offering of up to $400.0 million aggregate dollar amount of shares of our common stock or preferred stock, debt securities, warrants to purchase our common stock, preferred stock or debt securities, subscription rights to purchase our common stock, preferred stock or debt securities and/or units consisting of some or all of these securities, in one or more offerings and in any combination. The 2021 Shelf Registration Statement expires on November 24, 2024, and as of September 30, 2024, there was $187.0 million remaining under the 2021 Shelf Registration Statement. In May 2024, the Company filed a shelf registration statement (the "2024 Shelf Registration Statement") with the SEC for the issuance of common stock, preferred stock, debt securities, warrants, subscription rights and units up to an aggregate amount of $400 million. The 2024 Shelf Registration statement was declared effective on June 10, 2024. The 2024 Shelf Registration statement expires in May 2027, and as of September 30, 2024, there was $400.0 million remaining under the 2024 Shelf Registration statement. Open Market Sales Agreement In March 2023, in connection with filing a prospectus supplement to its 2021 Shelf Registration

Statement, the Company entered into an Open Market Sales Agreement (the "Sales Agreement") with Jefferies LLC, as the sales agent, pursuant to which the Company may offer and sell shares of its common stock having an aggregate offering amount of up to $75.0million. The $75.0 million of common stock that may be issued and sold pursuant to the Sales Agreement is included in the $400.0million of securities that may be issued and sold pursuant to the 2021 Shelf Registration Statement. The Company will pay Jefferies LLC a commission rate of up to 3.0% of the aggregate gross proceeds from the sale of any shares of common stock pursuant to the Sales Agreement. At September 30, 2024, there was $75.0million remaining under the Sales Agreement. 2023 Financings During the second quarter of 2023, the Company sold 6,761,200 shares of its common stock which comprised of (i) 5,312,978 shares of its voting common stock and (ii) 1,448,222 shares of its non-voting common stock at a price of $5.75 per share and to certain investors in lieu of common stock, the Company sold pre-funded warrants to purchase 12,895,256shares of voting common stock at a price of $5.7499per pre-funded warrant, resulting in gross proceeds to the Company of $113.0million. Of the voting common stock issued, 2,264,456shares were purchased by the Company's underwriters in connection with a 30-day option at a price of $5.75 per share. Offering costs of $2.6million, of which $0.3 million were previously paid and deferred, were recorded to additional paid-in capital in the accompanying balance sheets, resulting in net proceeds of $110.4 million. During the fourth quarter of 2023, the Company sold in a private placement pre-funded warrants to purchase 7,936,759 shares of voting common stock at a price of $3.1499 per pre-funded warrant, resulting in net proceeds of $24.8<span style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New

Roman;min-width:fit-content;"> million after deducting offering costs of $0.2 million. The purchase price per share of each pre-funded warrant represents the per share offering price for the common stock, minus the $0.0001 per share exercise price of such pre-funded warrant. As of September 30, 2024, no pre-funded warrants had been exercised. The pre-funded warrants were classified as a component of permanent stockholders’ equity within additional paid-in capital and were recorded at the issuance date using a relative fair value allocation method. The pre-funded warrants are equity classified because they (i) are freestanding financial instruments that are legally detachable and separately exercisable from the equity instruments, (ii) are immediately exercisable, (iii) do not embody an obligation for the Company to repurchase its shares, (iv) permit the holders to receive a fixed number of shares of common stock upon exercise, (v) are indexed to the Company’s common stock and (vi) meet the equity classification criteria. In addition, such pre-funded warrants do not provide any guarantee of value or return. The Company did not conduct any financings during the nine months ended September 30, 2024. The holders of the voting common stock are entitled to one vote for each share of voting common stock held at all meetings of stockholders0.09990.19994000000002024-11-24187000000400000000022027-05400000000750000007500000040000000000.037500000067612005312978144822225.75128952565.74991130000002
style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;margin-right:66.204%;text-align:left;">8. Commitments Leases The Company leases office and laboratory space in Wilmington, Delaware under a noncancelable lease (the “Chestnut Run Lease”). The premises include approximately 81,000 rentable square feet and has an initial term of 162 months with 3 five-year extension options and certain expansion rights. Neither the option to extend nor the expansion rights were recognized as part of the Company's measurement of the right-of-use ("ROU") asset and operating lease liability as of September 30, 2024. Under the terms of the Chestnut Run Lease, the landlord provided an allowance towards the cost of completing tenant improvements for the premises. The Company concluded that the improvements resulting from both the landlord's build-out and the tenant improvements are the landlord's assets for accounting purposes. Costs incurred by the Company related to tenant improvements in excess of the landlord's allowance were treated as prepaid rent and increased the right-of-use asset on the commencement date. In April 2024, the Company entered into a 12 month finance lease for equipment. Our operating lease costs for the three and nine months ended September 30, 2024 were $1.2 million and $3.3 million, respectively. Our operating lease costs for the three and nine months ended September 30, 2023<span

*style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;"> were $0.5 million and $1.6 million, respectively. Supplemental balance sheet and other information related to our operating and finance leases as of September 30, 2024 and December 31, 2023 were as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:26.935%;box-sizing:content-box;"></td> <td style="width:2%;box-sizing:content-box;"></td> <td style="width:27.754%;box-sizing:content-box;"></td> <td style="width:2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:17.657%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:17.657%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Leases </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Classification </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30,
2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31,
2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td*

colspan="2" style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Operating </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Operating lease right-of-use assets </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">29,182</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 30,412 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Finance </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Property and equipment, net </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 553 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:15pt;white-space:pre-wrap;vertical-align:top;"> Total leased assets </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 29,735 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">30,412</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Liabilities</p></td> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:5pt;vertical-align:top;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Current:</p></td> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td colspan="2" style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Operating</p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Current liabilities, operating lease liability</p></td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,365 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,481 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Finance </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Current liabilities, finance lease liability </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 359 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:5pt;vertical-align:top;"> Non-Current: </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Operating </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Operating lease liability </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 15,412 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 15,407 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:15pt;white-space:pre-wrap;vertical-align:top;"> Total lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:top;"> <span style="white-space:pre-wrap;min-

width:fit-content;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">18,136</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 16,888 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:5pt;vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Weighted-average discount rate </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Operating lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15.0

</td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10.5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Weighted-average remaining lease term (years) </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="text-indent:5pt;vertical-align:top;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Operating lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12.7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:right;">13.5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 0.6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr></table> Supplemental cash flow information related to our leases for the nine months ended September 30, 2024 and 2023 were as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:64.393%;box-sizing:content-box;"></td> <td style="width:2.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine months ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Cash paid for amounts included in the measurement of lease liabilities: </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td

style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Operating cash flows from operating lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1,051</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,446 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Operating cash flows from finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:top;text-align:center;"> 22 </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Financing cash flows from finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:top;text-align:center;"> 244 </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Non-cash transaction </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> <span style="white-space:pre-wrap;min-width:fit-

content;"> </td> <td colspan="2" style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:5pt;vertical-align:top;"> Right-of-use asset obtained in exchange for lease obligations: </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> <td colspan="2" style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:top;text-align:center;"> 603 </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> Future minimum annual lease payments for operating and finance lease at September 30, 2024 are as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:67.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.56%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.56%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> Operating lease </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> Finance lease </td> <td style="vertical-align:bottom;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2024 (remaining) </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 561 </td> <td style="white-space:nowrap;vertical-align:bottom;">

</td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 159 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2025 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,746 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 213 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2026 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,979 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2027 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,054 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2028 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,130 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">- </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2029 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,209 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Thereafter </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 26,427 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total undiscounted lease payments </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 42,106 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 372 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Less imputed interest </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (24,329 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (13 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Lease liability </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">17,777</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 359 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> The Company paid a security deposit for the Chestnut Run Lease in the form of a letter of credit of $4.0 million, which is included in the accompanying balance sheet as restricted cash as of September 30, 2024. The security deposit may be reduced to $0.5 million over time in accordance with the terms of the Chestnut Run Lease. In connection with the Company's expansion of operations in the State of Delaware, the Company was approved for a grant from the State of Delaware in 2021 that will provide up to $2.4 million in reimbursements over three years for the development of lab space and up to $3.1 million to increase jobs in Delaware to meet specific targeted levels through 2023, which was extended to 2026 during the second quarter of 2024. During the third quarter of 2022, the Company was approved for an additional grant from the State of Delaware for the development of lab space in the amount of $1.0 million. In 2022, the Company received cash grants of $3.4 million from the State of Delaware for the development of lab space. The Company has met the minimum requirements stated in the grant agreement in order to not be required to pay back any portion of the $3.4 million disbursed. The Company deferred the recognition of these grant funds as they relate to capitalized costs and has classified them as long-term liabilities in the accompanying balance sheet. The Company recognizes the grant funds in other income as grant income over the length of the lease term. Additionally, if the Company leaves the State of Delaware within five years of the disbursement, the Company is required to return an amount equal to the amount of grant funds disbursed on a pro-rated basis. As of September 30, 2024<span style="color:#000000;white-space:pre-wrap;font-

size:10pt;font-family:Times New Roman;min-width:fit-content;">, the Company has received $0.5 million for increasing jobs since the date the grant was approved, which has been recorded in other income.</p><p style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Employment Agreements</p><p style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The Company entered into employment agreements with key personnel providing for compensation and severance in certain circumstances, as defined in the respective employment agreements.</p><p style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">401(k) Defined Contribution Plan</p><p style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The Company sponsors a 401(k) defined-contribution plan covering all employees. Participants are permitted to contribute up to 100% of their eligible annual pretax compensation up to an established federal limit on aggregate participant contributions. The Company provides a match of a maximum amount of 3% of the participant’s compensation. For the three months ended September 30, 2024 and 2023, the Company made matching contributions of $0.2 million and $0.1 million, respectively. For nine months ended September 30, 2024 and 2023, the Company made matching contributions of $0.6 million and $0.5 million, respectively.</p><p style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">Research Collaboration Agreement</p><p style="text-indent:4.267%;font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">In 2023, the Company entered into a multi-year, multi-program agreement with AbCellera Biologics Incorporated ("AbCellera") to jointly discover, develop, and commercialize novel oncology medicines for up to five programs. Under the terms of the agreement, AbCellera will lead manufacturing activities and the Company will lead clinical development and global commercialization, subject to AbCellera’s option to co-promote any resulting commercial products in the United States. If, at any point one party in the collaboration opts-out of future co-development cost sharing, that party will be entitled to a royalty from commercialization of the collaboration target, dependent on the proportion of their co-development contributions compared to the total development costs of a target as defined within the agreement. The Company concluded that the agreement with AbCellera will be accounted for under the scope of ASC 808, Collaborative Arrangements, as both parties will actively participate in joint operating activities and are exposed to significant risks and rewards. Under ASC 808, certain transactions between collaborative arrangement participants should follow the accounting for revenue under ASC 606, Revenue from Contracts with Customers, when the collaborative arrangement participant is a customer for a distinct good or service. The Company determined that co-development arrangement as defined in our agreement with AbCellera does not meet the definition of a customer as defined by ASC 606. As a result, these activities will be accounted for as </p><p style="font-size:10pt;margin-top:6pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">research and development costs. Costs related to the AbCellera collaboration were not material for the three and nine months ended September 30, 2024.</p><p style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">License Agreement</p><p style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">In May 2024, the Company and Pathos AI, Inc. ("Pathos") entered into a license agreement under which the Company granted to Pathos an exclusive, sublicensable, world-wide license to its selective, brain-penetrant PRMT5 inhibitor, PRT811. Under the terms of the license agreement, the Company received a $3.0 million upfront, non-refundable payment. The agreement also includes a near term $4.0<span

*style="color:#000000;white-space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;"> million payment upon the earlier of 180 days following the effective date of the license agreement or the execution of a quality agreement between the parties pursuant to which the Company will transfer title to certain quantities of Active Pharmaceutical Ingredient ("API"). In addition, the Company may receive potential developmental milestone payments up to $37.0 million, potential sales milestone payments up to $100 million and a range of high single-digit to low double-digit royalties on PRT811 global net sales. The Company assessed the license agreement with Pathos in accordance with ASC 606, Revenue from Contracts with Customer, and concluded that Pathos is a customer. The license agreement with Pathos includes the transfer of the following goods or services: (i) exclusive license to PRT811, (ii) transfer of licensed know-how and materials (i.e. datasets, regulatory and manufacturing documents, etc.), (iii) participation in a Joint Communication Committee ("JCC"), and (iv) execution of a quality agreement pursuant to which the Company will transfer title to certain API. The Company evaluated all of the promised goods or services within the contract and determined which goods and services were separate performance obligations. The Company determined that Pathos could not benefit from the license separately from the related know-how and materials, accordingly they represent one combined performance obligation. The execution of a quality agreement pursuant to which the Company will transfer title to certain API was identified as a separate performance obligation. The Company also determined the participation in the JCC is immaterial in the context of the license agreement as the Company has no decision-making ability through its participation in the JCC. The transaction price is allocated to the performance obligation based upon relative standalone selling prices, which were estimated for (i) the exclusive license and know-how and materials at $3.0 million using an adjusted market approach and (ii) execution of a quality agreement pursuant to which the Company will transfer title to certain API at $4.0 million using a cost plus margin approach. With respect to the accounting principles identified above, each performance obligation will be recognized at a point in time. The Company determined that the performance obligation for the license and transfer of related know-how and materials would be fully satisfied when the license is granted and key know-how and materials are transferred to Pathos as that is the point at which Pathos can fully use and benefit from the license to PRT811. The performance obligation for the execution of a quality agreement pursuant to which the Company will transfer title to certain API will be satisfied when the legal title to the API is transferred. During the third quarter of 2024, the Company satisfied the performance obligation related to the exclusive license and transfer of related know-how and materials which resulted in the recognition of revenue for $3.0 million previously deferred. The Company will recognize revenue of $4.0 million in the fourth quarter of 2024 as the performance obligation for the execution of the quality agreement pursuant to which the Company transferred title to certain API was completed in early October 2024. Other Research and Development Arrangements The Company enters into agreements with clinical research organizations ("CROs") to assist in the performance of research and development activities. Expenditures to CROs represent a significant cost in clinical development for the Company. *81000P162M3P5Y12000003300000500000160000**Supplemental balance sheet and other information related to our operating and finance leases as of September 30, 2024 and December 31, 2023 were as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:26.935%;box-sizing:content-box;"></td> <td style="width:2%;box-sizing:content-box;"></td> <td style="width:27.754%;box-sizing:content-box;"></td> <td style="width:2%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:17.657%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2%;box-sizing:content-box;"></td> <td style="width:1%;box-*

*sizing:content-box;"></td> <td style="width:17.657%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Leases </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #000000;"> Classification </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> September 30,
2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> December 31,
2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Assets </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Operating </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Operating lease right-of-use assets </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> <span style="color:#000000;min-width:fit-*

content;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">29,182</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 30,412 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Finance </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Property and equipment, net </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 553 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:15pt;white-space:pre-wrap;vertical-align:top;"> Total leased assets </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">29,735</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:5pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 30,412 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Liabilities </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> <span style="white-space:pre-wrap;min-width:fit-

content;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:5pt;vertical-align:top;"> Current: </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Operating </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Current liabilities, operating lease liability </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,365</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,481 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Finance </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Current liabilities, finance lease liability </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 359 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:5pt;vertical-align:top;"> Non-Current: </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Operating </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> Operating lease liability </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 15,412 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 15,407 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:15pt;white-space:pre-wrap;vertical-align:top;"> Total lease liabilities </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 18,136 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-

size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 16,888 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> <tr style="background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:5pt;vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Weighted-average discount rate </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Operating lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 15.0 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 10.5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Weighted-average remaining lease term (years) </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> <td style="text-indent:5pt;vertical-align:top;text-align:center;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:center;"> </td> <td style="vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Operating lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12.7 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 13.5 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-

align:bottom;text-align:center;"> 0.6 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr></table>291820003041200055300029735000304120002365000148100035900015412000154070001813600016888 0style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:6pt;text-align:left;">Supplemental cash flow information related to our leases for the nine months ended September 30, 2024 and 2023 were as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:64.393%;box-sizing:content-box;"></td> <td style="width:2.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:2.38%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.423%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine months ended September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Cash paid for amounts included in the measurement of lease liabilities: </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;"> </td> <td style="vertical-align:top;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Operating cash flows from operating lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> <span style="color:#000000;white-space:pre-

wrap;min-width:fit-content;">1,051 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1,446 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Operating cash flows from finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:top;text-align:center;"> 22 </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:5pt;white-space:pre-wrap;vertical-align:top;"> Financing cash flows from finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:top;text-align:center;"> 244 </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> Non-cash transaction </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> <td colspan="2" style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="text-indent:5pt;vertical-align:top;"> Right-of-use asset obtained in exchange for lease obligations: </td> <td style="vertical-align:top;"> </td> <td colspan="2" style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New

Roman;margin-bottom:0;text-align:right;"> </td> <td colspan="2" style="vertical-align:top;text-align:center;"> </td> <td style="vertical-align:top;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Finance lease </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:top;text-align:center;"> 603 </td> <td style="white-space:pre-wrap;vertical-align:top;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> 1051000144600022000244000603000 Future minimum annual lease payments for operating and finance lease at September 30, 2024 are as follows: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:67.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.56%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.76%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.56%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> (in thousands) </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> Operating lease </td> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;text-align:left;"> Finance lease </td> <td style="vertical-align:bottom;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2024 (remaining) </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">561</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 159 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2025 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> <span style="color:#000000;white-

space:pre-wrap;min-width:fit-content;">2,746 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 213 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2026 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,979 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2027 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,054 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2028 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,130 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> 2029 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,209 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Thereafter </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 26,427 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> - </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Total undiscounted lease payments </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 42,106 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 372 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Less imputed interest </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (24,329 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (13 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Lease liability </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 17,777 </td> <td style="white-

space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 359 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>561000159000274600021300029790003054000313000032090002642700042106000372000243290001300
style="font-size:10pt;margin-top:18pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">9. Stock-Based Compensation The Company has two equity incentive plans: the 2016 Equity Incentive Plan, as amended, and the 2020 Equity Incentive Plan. New awards can only be granted under the 2020 Equity Incentive Plan (the “Plan”) and as of September 30, 2024, 4,591,896 shares were available for future grants. The number of shares of the Company’s common stock that may be issued pursuant to rights granted under the Plan shall automatically increase on January 1st of each year and continuing for ten years beginning on January 1, 2021, in an amount equal to five percent of the total number of shares of the Company’s common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year. On January 1, 2024, 2,745,712 shares were added to the Plan. The Plan provides for the granting of common stock, incentive stock options, nonqualified stock options, restricted stock awards, restricted stock units and/or stock appreciation rights to employees, directors, and other persons, as determined by the Company’s board of directors. The Company’s stock options vest based on the terms in each award agreement, generally over four-year periods with 25% of options vesting after one year and then monthly thereafter, and have a term of ten years. The Company measures stock-based awards at their grant-date fair value and records compensation expense on a straight-line basis over the vesting period of the awards. The Company recorded stock-based compensation expense in the following expense categories in its accompanying statements of operations: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:50%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td

*style="width:9.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,403</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,319 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;">*

$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9,834</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9,544 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> General and administrative </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,396 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 7,737 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 10,160 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,926</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> <span

*style="color:#000000;white-space:pre-wrap;min-width:fit-content;">6,715 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">17,571</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 19,704 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr> </table> Stock Options The following table summarizes stock option activity for the periods indicated: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:57.151%;box-sizing:content-box;"></td> <td style="width:1.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.262%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.782%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.262%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number
of shares </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted
average
exercise price
per share </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted
average
remaining
contractual
term (years) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Outstanding at January 1, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11,898,446 </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-*

bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">10.60</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7.77</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Granted</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,830,800</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.48 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Exercised </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (14,955 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.98 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-

bottom:0;text-align:left;">Forfeited </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (677,420 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">12.18</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Outstanding at September 30, 2024</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">15,036,871</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8.98 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7.58 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Exercisable at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 8,148,514 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> <span

*style="color:#000000;white-space:pre-wrap;min-width:fit-content;">11.04 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.57 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> At September 30, 2024, the aggregate intrinsic value of both outstanding options and exercisable options was $0.5 million. The following table summarizes information about stock options outstanding at September 30, 2024 under the Plan: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:44.14%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.42%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:7.640000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.42%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:7.9399999999999995%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Options Outstanding </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Options Exercisable </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Range of Exercise Prices </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number
Outstanding </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted Average
Remaining
Contractual Life
(in years) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-*

*top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Weighted
Average
Exercise
Price</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Number
Exercisable</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> <td style="vertical-align:bottom;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;">Weighted
Average
Exercise
Price</p></td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:center;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$0.31 - $4.56</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,899,916</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6.43</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2.48</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,008,650</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">1.87</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$4.57 - $5.13</p></td> <td style="white-space:pre-wrap;vertical-*

align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,105,590 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8.89 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.68 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 768,257 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.86 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> $5.14- $11.72 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,571,039 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8.06 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 7.79 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,225,341 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8.09 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> $11.73 - $88.98 </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,460,326 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.35 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 21.10 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 3,146,266 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 20.49 </td> <td style="white-space:nowrap;vertical-align:bottom;">   </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;">   </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;">   </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 15,036,871 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> <span style="min-width:fit-

content;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 8,148,514 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> </table> The weighted-average grant date fair value of options granted was $3.31 and $4.97 per option for the nine months ended September 30, 2024 and 2023, respectively. The Company recorded stock-based compensation expense of $5.8 million and $6.5 million for the three months ended September 30, 2024 and 2023, respectively, related to stock options. The Company recorded stock-based compensation expense of $17.1 million and $18.9 million for the nine months ended September 30, 2024 and 2023, respectively, related to stock options. As of September 30, 2024, the total unrecognized compensation expense related to unvested stock option awards was $29.9 million, which the Company expects to recognize over a weighted-average period of 2.59 years. The fair value of each option was estimated on the date of grant using the weighted average assumptions in the table below: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.673%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td

*style="width:1%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine months ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Expected volatility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 84.97 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 83.53 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Risk-free interest rate </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.19 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.81 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Expected life (in years) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> *

</td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.05 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.02 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Expected dividend yield </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> Restricted Stock Awards and Units The Company issues restricted stock awards (“RSA”) to employees that generally vest over a four-yearperiod with 25% of awards vesting after one year and then monthly thereafter. Any unvested shares will be forfeited upon termination of services. The fair value of an RSA is equal to the fair market value price of the Company’s common stock on the date of grant. RSA expense is recorded on a straight-line basis over the vesting period. The following table summarizes activity related to RSA stock-based payment awards: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.673%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.74%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.923%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number of
shares </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"><p style="font-size:8pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

align:center;">Weighted-average
grant date fair
value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested balance at January 1, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 27,008 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.26</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Vested</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(27,008</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.26 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested balance at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="border-top:0.5pt solid #000000;white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="border-top:0.5pt solid #000000;white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="border-top:0.5pt solid #ffffff03;white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> The Company recorded stock-based compensation expense of $0.1 million and $0.4 million for the <span style="color:#000000;white-

*space:pre-wrap;font-size:10pt;font-family:Times New Roman;min-width:fit-content;">nine months ended September 30, 2024 and 2023, respectively, related to RSAs. As of September 30, 2024, there was no unrecognized expense related to RSAs. The Company granted restricted stock units ("RSU") to employees that generally vest over a four-year period with 25% of awards vesting after one year and then quarterly thereafter. Any unvested units will be forfeited upon termination of services. The following table summarizes activity related to RSU stock-based payment awards: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.687%;box-sizing:content-box;"></td> <td style="width:1.72%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.877%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.74%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.977%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number of
shares </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-average
grant date fair
value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested balance at January 1, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 103,750 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.16 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Vested </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> (31,875 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> <span*

style="color:#000000;min-width:fit-content;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6.44</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Unvested balance at September 30, 2024</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">71,875</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.03 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table> The Company recorded stock-based compensation expense of $0.1 million for both the three months ended September 30, 2024 and 2023, related to RSUs. The Company recorded stock-based compensation expense of $0.2 million for both the nine months ended September 30, 2024 and 2023, related to RSUs. At September 30, 2024, the total unrecognized expense related to the RSUs was $0.4 million, which the Company expects to recognize over 1.38 years. Employee Stock Purchase Plan The Company has an Employee Stock Purchase Plan (the “ESPP”), which, as of September 30, 2024, had 2,089,518 shares of common stock reserved for future issuance. The number of shares of the Company’s common stock that may be issued pursuant to rights granted under the ESPP shall automatically increase on January 1st of each year and continuing for ten years beginning in 2021, in an amount equal to one percent of the total number of shares of all classes of the Company’s common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year. On January 1, 2024, 549,142

*shares were added to the ESPP. Under the ESPP, eligible employees can purchase the Company's common stock through accumulated payroll deductions at such times as are established by the Company's compensation committee. Eligible employees may purchase the Company's common stock at 85% of the lower of the fair market value of the Company's common stock on the first day of the offering period or on the last day of the offering period. Eligible employees may contribute up to 15% of their eligible compensation. Under the ESPP, a participant may not accrue rights to purchase more than $25,000 worth of the Company's common stock for each calendar year in which such right is outstanding. The ESPP is considered compensatory under the FASB stock compensation rules. Accordingly, share-based compensation expense is determined based on the option's grant-date fair value as estimated by applying the Black Scholes option-pricing model and is recognized over the withholding period. The Company recognized share-based compensation expense of $0.2 million for both the nine months ended September 30, 2024 and 2023 related to the ESPP. 24591896The number of shares of the Company's common stock that may be issued pursuant to rights granted under the Plan shall automatically increase on January 1st of each year and continuing for ten years beginning on January 1, 2021, in an amount equal to five percent of the total number of shares of the Company's common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year. On January 1, 2024, 2,745,712 shares were added to the Plan.P10Y0.052745712P4Y0.25P1YP10YThe Company recorded stock-based compensation expense in the following expense categories in its accompanying statements of operations: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:50%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.32%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:9.18%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Three Months Ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine Months Ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> (in thousands) </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> *

</td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Research and development </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,403</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3,319 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">9,834</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 9,544 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> General and administrative </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 2,523 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p

style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,396 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 7,737 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"> 10,160 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">5,926</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 6,715 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">17,571</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 19,704 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> </tr>
</table>340300033190009834000954400025230003396000773700010160000592600067150001757100019704000<style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following table summarizes stock option activity for the periods indicated: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:57.151%;box-sizing:content-box;"></td> <td style="width:1.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.262%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td

style="width:1.5%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:10.782%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.02%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:11.262%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number
of shares </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted
average
exercise price
per share </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted
average
remaining
contractual
term (years) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Outstanding at January 1, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11,898,446 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">10.60</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7.77</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Granted</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,830,800</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-

family:Times New Roman;margin-bottom:0;text-align:right;">4.48 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"> Exercised </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> (14,955 </td> <td style="white-space:nowrap;vertical-align:bottom;">) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.98</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="text-indent:10pt;white-space:pre-wrap;vertical-align:top;"><p style="margin-left:10pt;text-indent:0;font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Forfeited</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(677,420</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 12.18 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td colspan="2" style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Outstanding at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-

*align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 15,036,871 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">8.98</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7.58</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Exercisable at September 30, 2024</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">8,148,514</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 11.04 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.57 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr>
</table>1189844610.60P7Y9M7D38308004.48149553.9867742012.18150368718.98P7Y6M29D814851411.04P6Y6M2*

style="text-indent:4.253%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The following table summarizes information about stock options outstanding at September 30, 2024 under the Plan: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:44.14%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.12%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.42%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:7.640000000000001%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:8.42%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.16%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:7.9399999999999995%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> <span style="white-

space:pre-wrap;min-width:fit-content;"> </td> <td colspan="10" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Options Outstanding </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Options Exercisable </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:bottom;"> Range of Exercise Prices </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number
Outstanding </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted Average
Remaining
Contractual Life
(in years) </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted
Average
Exercise
Price </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number
Exercisable </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted
Average
Exercise
Price </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> $0.31 - $4.56 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 2,899,916 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.43 </td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-

top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2.48</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,008,650</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 1.87 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> $4.57- $5.13 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4,105,590 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 8.89 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.68 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 768,257 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.86 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-

align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$5.14 - $11.72</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">4,571,039</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">8.06</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">7.79</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">2,225,341</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">8.09</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">$11.73 - $88.98</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3,460,326</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6.35</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-

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</table>0.314.562899916P6Y5M4D2.4820086501.874.575.134105590P8Y10M20D4.687682574.865.1411.724571039 style="text-indent:4.267%;font-size:10pt;margin-top:12pt;font-family:Times New Roman;margin-bottom:0;text-align:left;">The fair value of each option was estimated on the date of grant using the weighted average assumptions in the table below: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.673%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.28%;box-

*sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="6" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Nine months ended
September 30, </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2024 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> 2023 </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Expected volatility </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 84.97 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 83.53 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Risk-free interest rate </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 4.19 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.81 </td> <td style="white-space:nowrap;vertical-align:bottom;"> % </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Expected life (in years) </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> *

</td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.05 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.02 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Expected dividend yield </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>
0.84970.83530.04190.0381P6Y18DP6Y7DP4Y0.25 The following table summarizes activity related to RSA stock-based payment awards: <table style="margin-left:auto;border-spacing:0;table-layout:fixed;width:100.0%;border-collapse:separate;margin-right:auto;"> <tr style="visibility:collapse;"> <td style="width:66.673%;box-sizing:content-box;"></td> <td style="width:1.28%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:13.383%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:1.74%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> <td style="width:12.923%;box-sizing:content-box;"></td> <td style="width:1%;box-sizing:content-box;"></td> </tr> <tr style="height:8pt;background-color:#ffffff;white-space:pre-wrap;word-break:break-word;"> <td style="vertical-align:top;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Number of
shares </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-average
grant date fair
value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested balance at January 1, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> <span style="color:#000000;white-space:pre-wrap;min-width:fit-

content;">27,008 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">3.26</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Vested</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(27,008</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 3.26 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested balance at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="border-top:0.5pt solid #000000;white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="border-top:0.5pt solid #000000;white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> — </td> <td style="border-top:0.5pt solid #ffffff03;white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> — </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr>
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shares </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> <td style="vertical-align:bottom;"> <span style="white-space:pre-wrap;min-width:fit-

content;"> </td> <td colspan="2" style="vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:left;"> Weighted-average
grant date fair
value </td> <td style="vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;text-align:left;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested balance at January 1, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 103,750 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">6.16</p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> </tr> <tr style="height:10pt;background-color:#ffffff;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">Vested</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:0.5pt solid #000000;text-align:center;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:right;">(31,875</p></td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:0.5pt solid #ffffff03;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;">)</p></td> <td style="white-space:pre-wrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"> </p></td> <td style="white-space:nowrap;vertical-align:bottom;"><p style="font-size:10pt;margin-top:0;font-family:Times New Roman;margin-bottom:0;text-align:left;"><span style="color:#000000;min-width:fit-content;">$ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.44 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> <tr style="height:10pt;background-color:#cff0fc;word-break:break-word;"> <td style="white-space:pre-wrap;vertical-align:top;"> Unvested balance at September 30, 2024 </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #000000;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;border-bottom:2.25pt double #000000;text-align:center;"> 71,875 </td> <td style="white-space:nowrap;vertical-align:bottom;border-bottom:2.25pt double #ffffff03;"> </td> <td style="white-space:pre-wrap;vertical-align:bottom;"> </td> <td style="white-space:nowrap;vertical-align:bottom;"> $ </td> <td style="white-space:pre-wrap;vertical-align:bottom;text-align:center;"> 6.03 </td> <td style="white-space:nowrap;vertical-align:bottom;"> </td> </tr> </table>The Company recorded stock-based compensation expense of $0.1 million for both the three months ended September 30, 2024 and 2023, related to RSUs. 1037506.16318756.44718756.03100000100000200000200000400000P1Y4M17D2089518The number of

shares of the Company's common stock that may be issued pursuant to rights granted under the ESPP shall automatically increase on January 1st of each year and continuing for ten years beginning in 2021, in an amount equal to one percent of the total number of shares of all classes of the Company's common stock outstanding on December 31st of the preceding calendar year, subject to the discretion of the Company's board of directors or compensation committee to determine a lesser number of shares shall be added for such year.P10Y0.015491420.850.1525000200000200000falsefalsefalsefalse